ISSUE
75
MICHAEL TURNER

PREVIOUSLY IN ULTIMATE X-MEN:

Born with strange and amazing abilities, the X-Men are young mutant heroes, sworn to protect a world that fears and hates them.

Their ranks have recently taken a hit. Nightcrawler has snapped--forcing Xavier to keep him in a trance, inactive. As a result, Dazzler has quit the team.

A new addition to the X-Men, Magician, revealed himself to be evil--trying to kill the X-Men before he was stopped.

Rogue's powers have returned after Gambit's abilities, which she absorbed (and retained) upon his death, faded away unexpectedly. Once again, she cannot make physical contact with anyone.

Now is not a happy time for the students of Xavier's School for Gifted Children.

CABLE

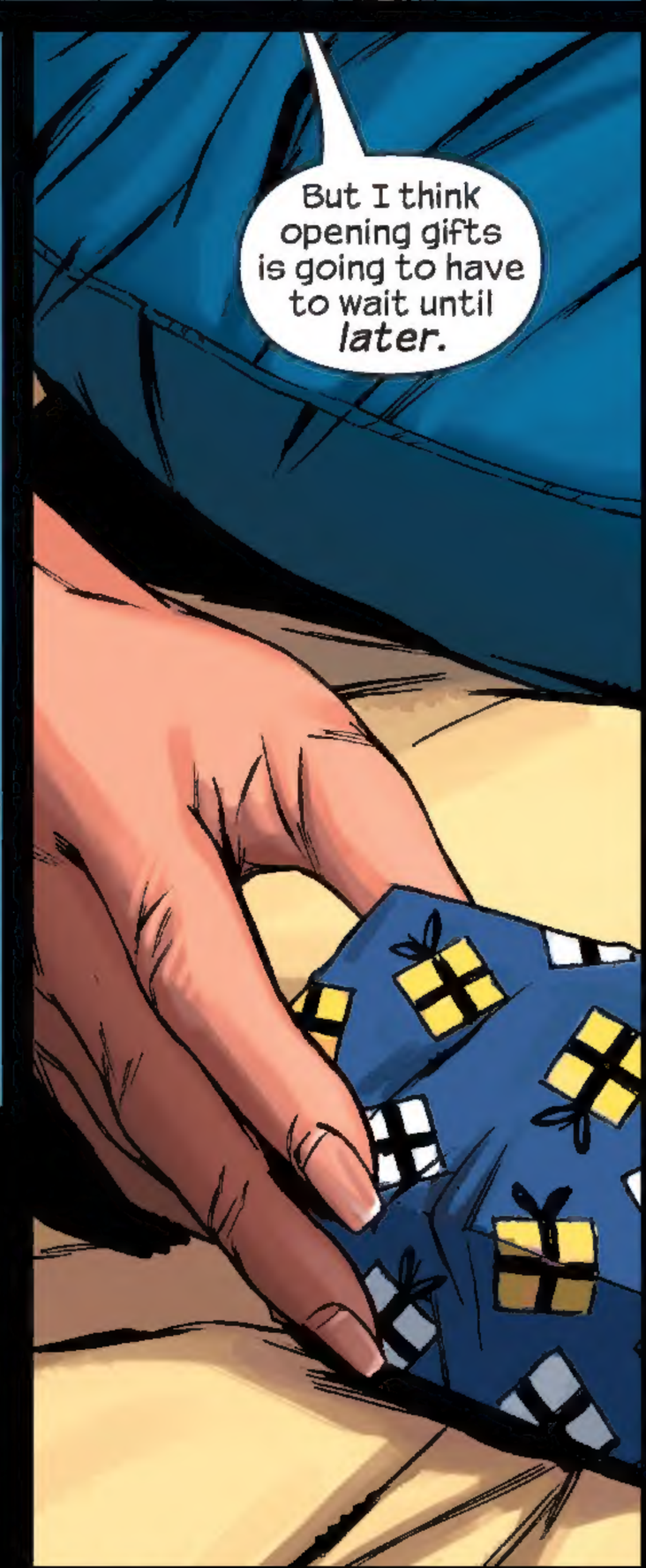
PART 1 (OF 4)

Yeah, Jean--I *know* that.
Hence the *gift*.

No--yeah--that's not what I meant. I mean--with all that's happened recently...everything we've--*I've* been through...
The Shi'ar... Elliot Boggs...and... uh...*Kurt*...Dazzler leaving...
I mean, what? Am I supposed to *celebrate* turning twenty?

You could at least open my gift.

I'm not a teenager anymore...that should be a *big deal*--but...
Thanks, Scott...really, you're sweet. I appreciate it...


But I think opening gifts is going to have to wait until *later*.

At that very moment, outside.
Thank you, Mister Westerfield.

My my, Professor...

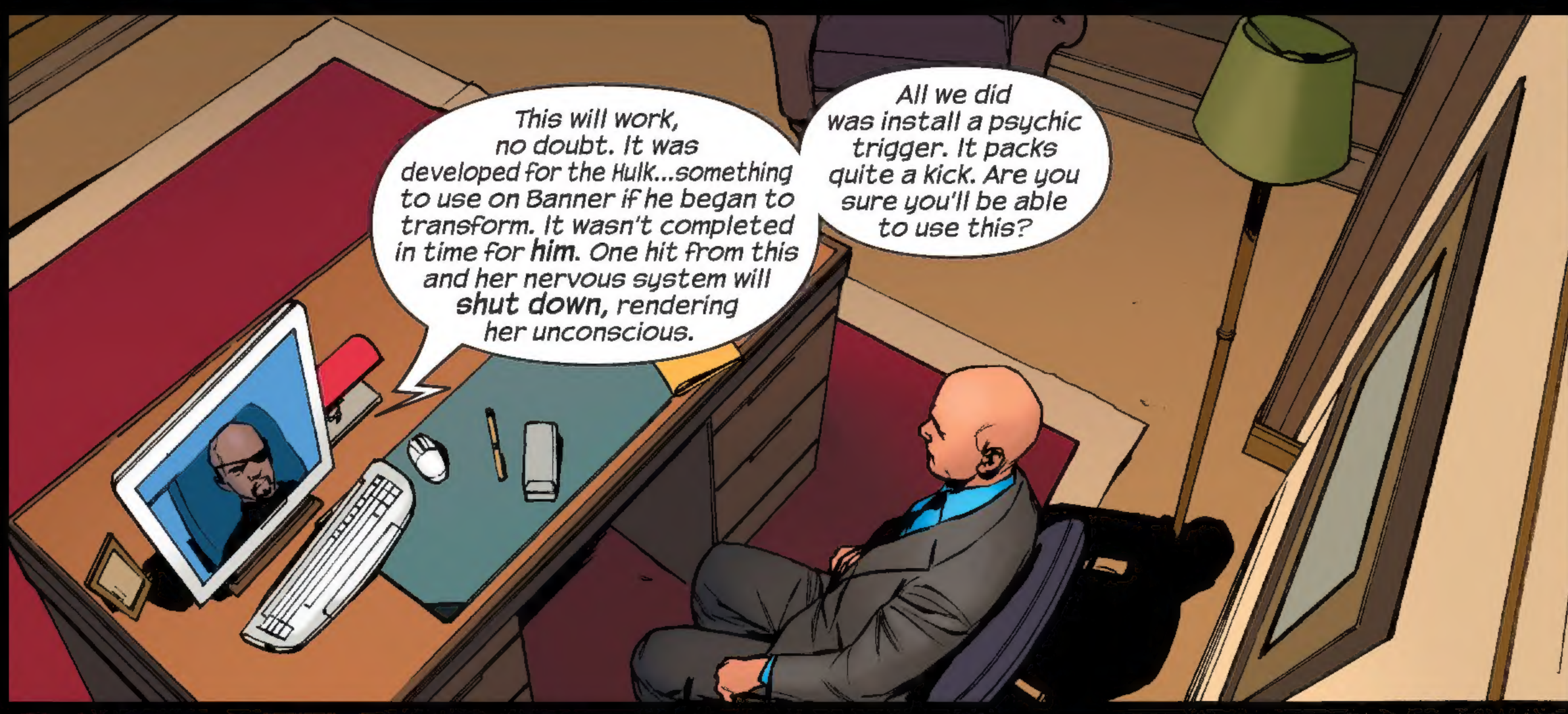
Sneaking into the school after an overnight stay with a woman you *barely* know?
I don't mean to overstep my bounds, but I must say...it seems somehow *beneath* you.
What would your *students* think if they were to find you like this?

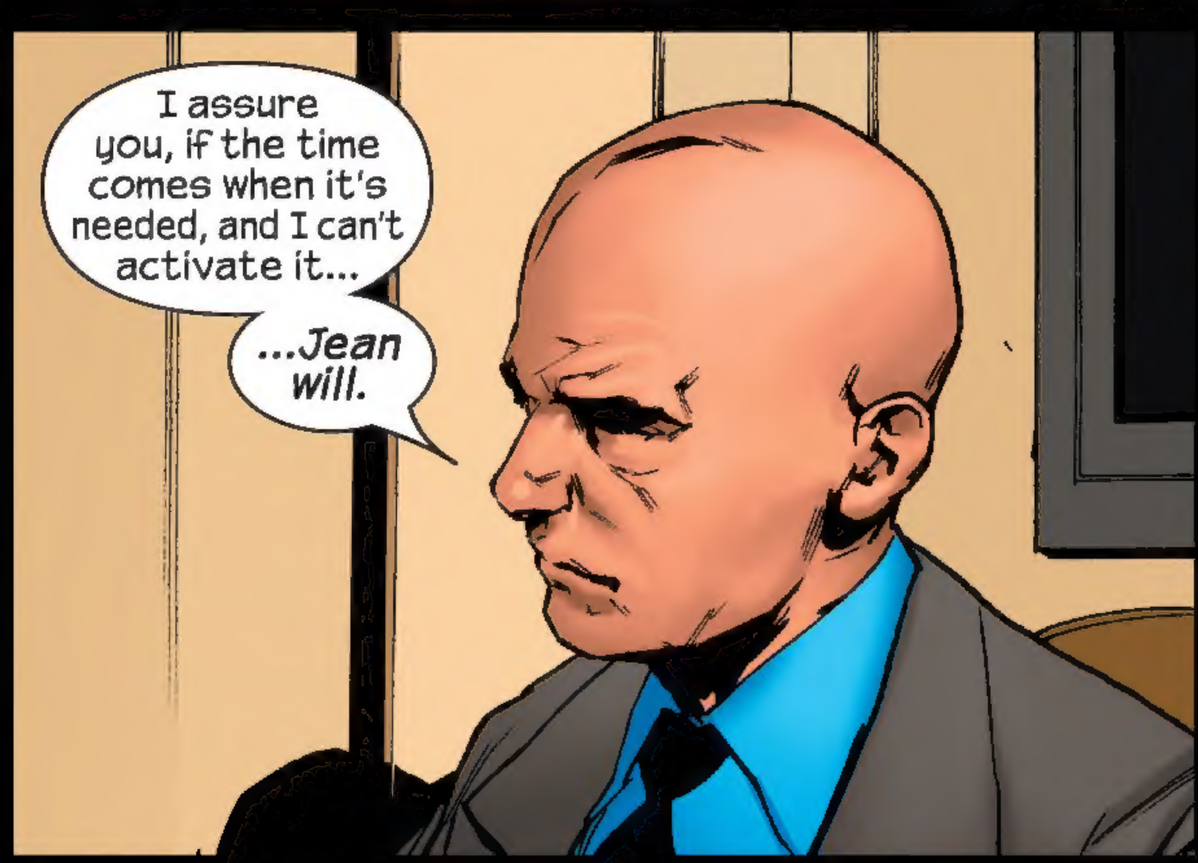
They'd think I was an adult who can think for himself and make his own decisions.
And I'm *hardly* sneaking. What do you want, Quicksilver?

Special delivery from Nick Fury.

VOOSH!
÷Cough÷

Moments later. In Xavier's study.
Is this what it appears to be?
A bracelet? Yes.
After learning of your plan to keep Jean Grey at your school despite her recent--and past--episodes...I thought it was something you would need.
I assure you, it's quite humane.
I don't deny something like this is necessary--but I'll admit that I don't like the idea of forcing Jean to wear this device.
Convince her to wear it on her own. Don't let her think you're forcing her.
I need to ask, Charles. Are you sure you're making the right move here? You've already had a couple questionable students on your team. You really want another one? What is it between you and this girl?
I trust Jean implicitly. Even more so than Scott Summers. If your device works, I'm confident she'll be able to interact with her fellow students without incident.
Possibly even take a more active role with the X-Men again. Only time will tell.


This will work, no doubt. It was developed for the Hulk...something to use on Banner if he began to transform. It wasn't completed in time for **him**. One hit from this and her nervous system will **shut down**, rendering her unconscious.
All we did was install a psychic trigger. It packs quite a kick. Are you sure you'll be able to use this?


I assure you, if the time comes when it's needed, and I can't activate it...
...Jean will.

I hope you're right.

Fury out.

~sigh~

Jean, please come to my study as soon as you get a free moment.
I need to talk to you.

No, Rogue, you have to jump on that platform--and then jump *off* it before it falls into the pit. If you stay on it--you *die*, which you should *know* because that's already happened *twice*.
Shut up--I know what I'm doing.
No, *you don't*. Just let me try. I'll do it *for* you.

NO!
Let me do it, Bobby--I'll get it eventually. I'm trying to learn this *stupid* game so we can play *together*--not so I can watch *you* play.
No, *seriously*--it'll just take me a second.
Just let me--
DON'T TOUCH ME!!

But--you have your gloves on--it was *safe!*

Rogue--*wait!*

Never a dull moment, eh?

Uh...

...Kitty?

Hey!

Good book?

I don't know...I'm *barely* reading it.

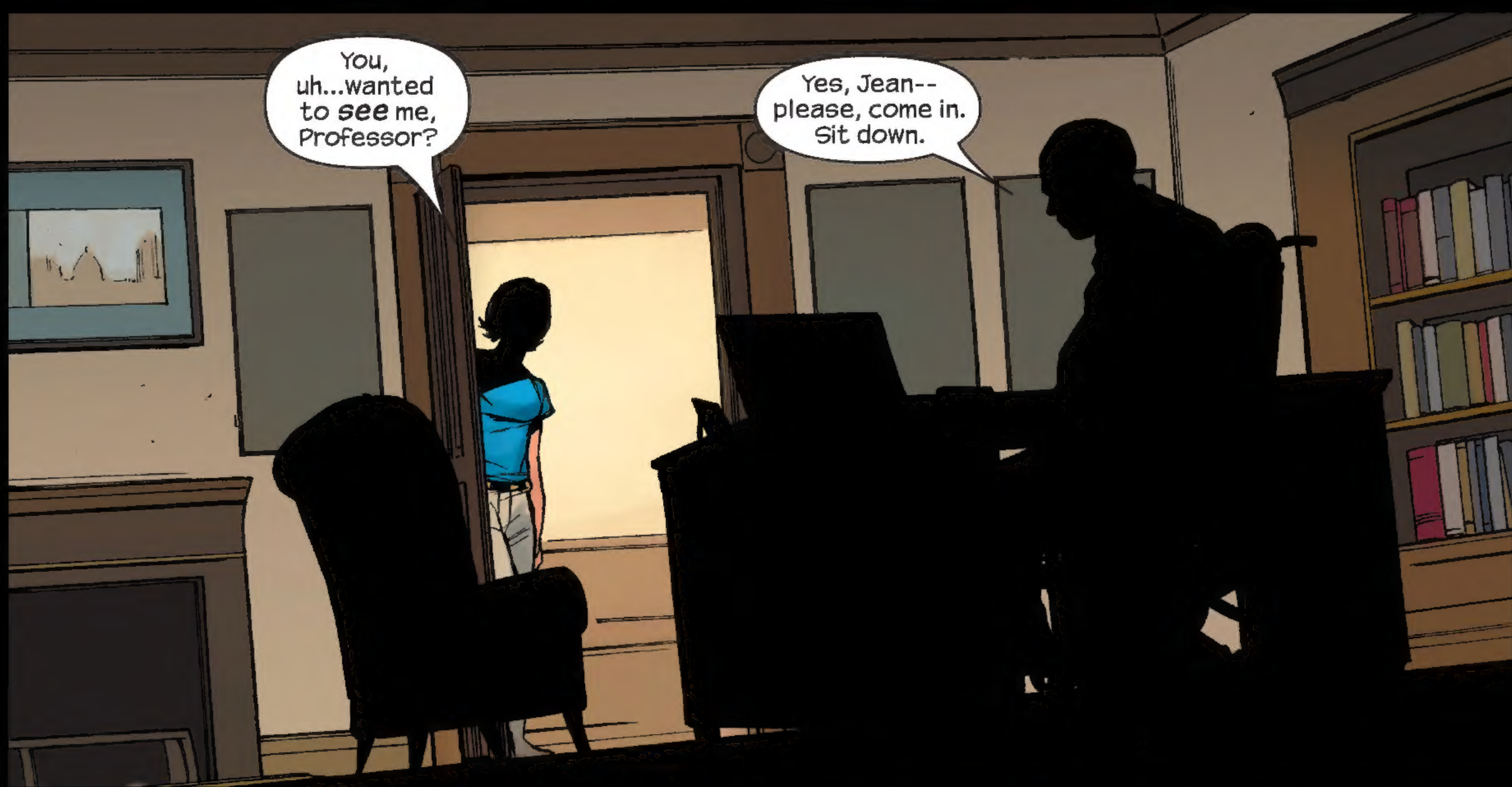
I've been... distracted.

Oh?

Is everything *okay?*

Yeah, I've just--I've had a lot on my mind.

I've been thinking about stuff. It's-it's not important.


You, uh...wanted to *see* me, Professor?
Yes, Jean-- please, come in. Sit down.

How are you *feeling*, Jean?

If you're asking if you think I'm going to try to kill you and enslave the world-- I'm *not*. I feel *fine*.
Whatever it *was* seems to have gone away...*again*. I think as long as you keep that kooky girlfriend of yours away from me, I'll be *fine*.

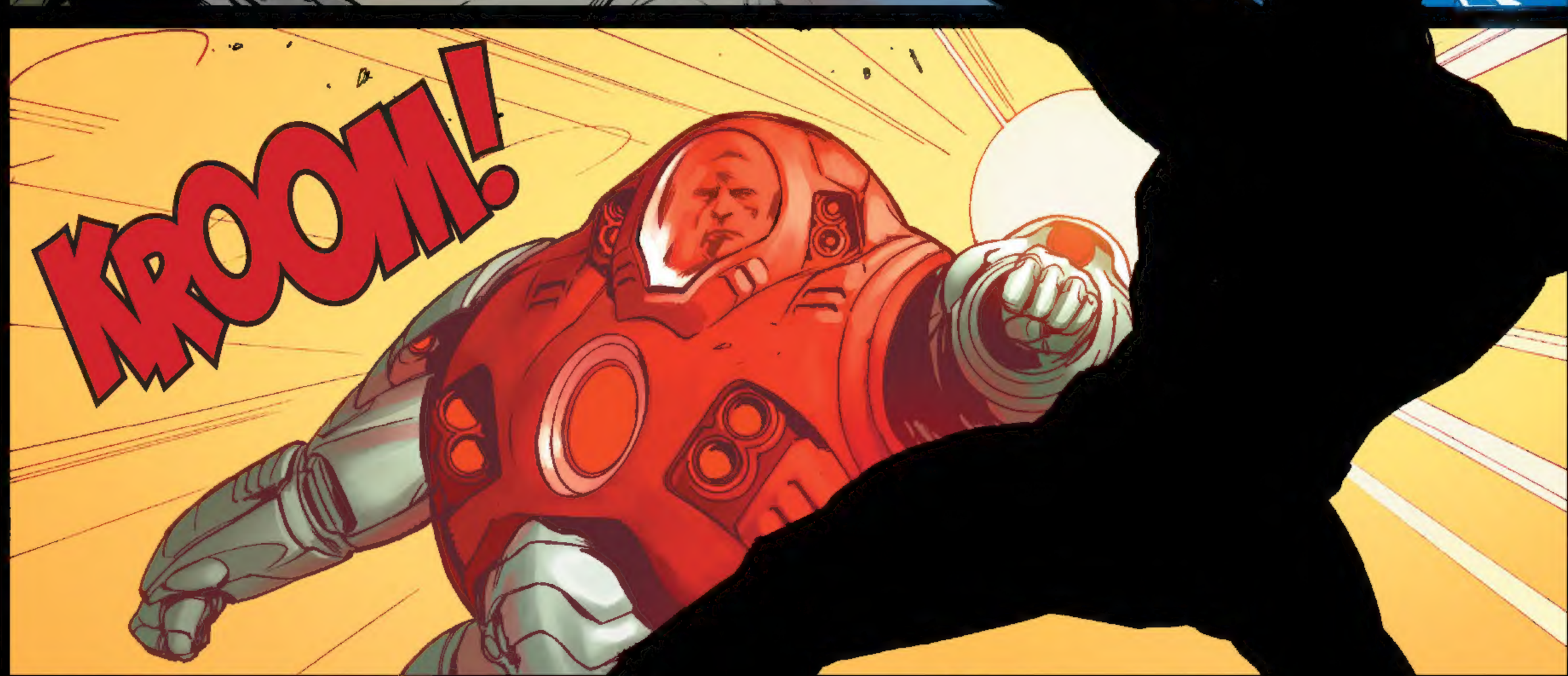
Lilandra is *not* my girlfriend.
But you'd like her to be.
Stay out of my *mind*, Jean. You're not prepared for what you might find there.

I don't need to look in your mind to know *that*, Charles.
This is *not* what I called you in here for.
Then what *did* you call me in here for?

To discuss with you your willingness to wear *this*.

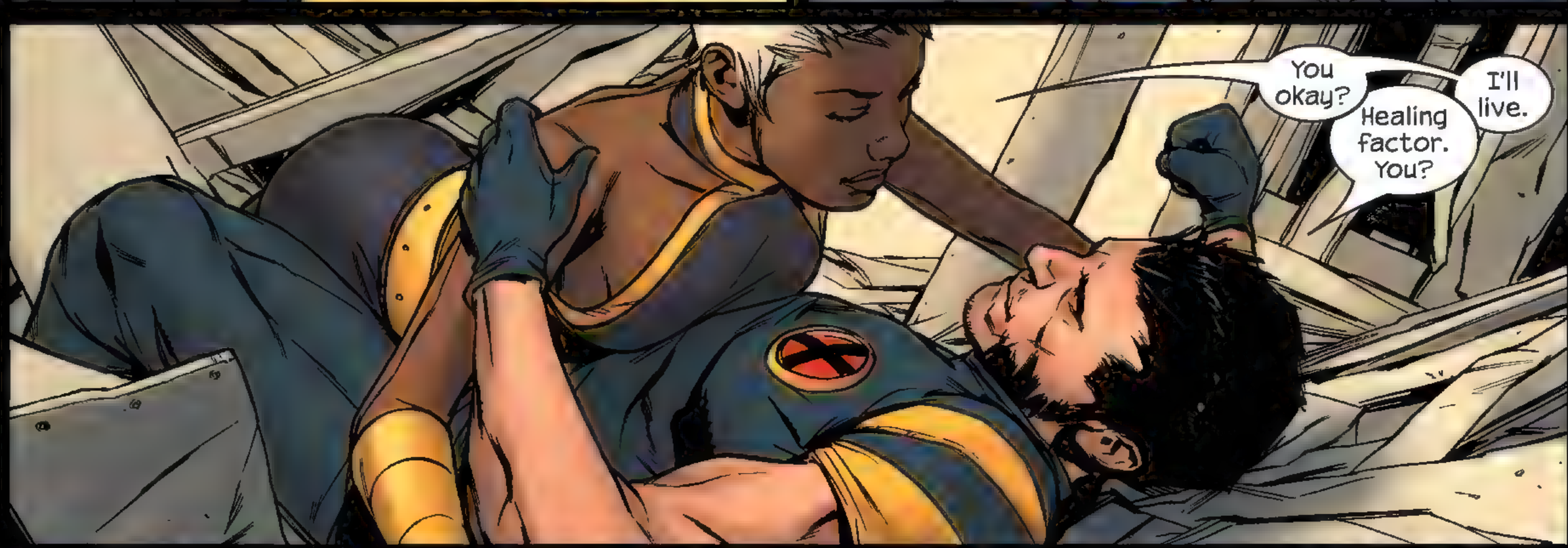
Concentrate on Loki, Storm-- he's the one with the power--
SVASSH!!

WHACK!
I'll try to keep the others occupied!
Just give me a minute to get away from Thor-lite!
BRAKOOM!


KROOM!

WRAAM!

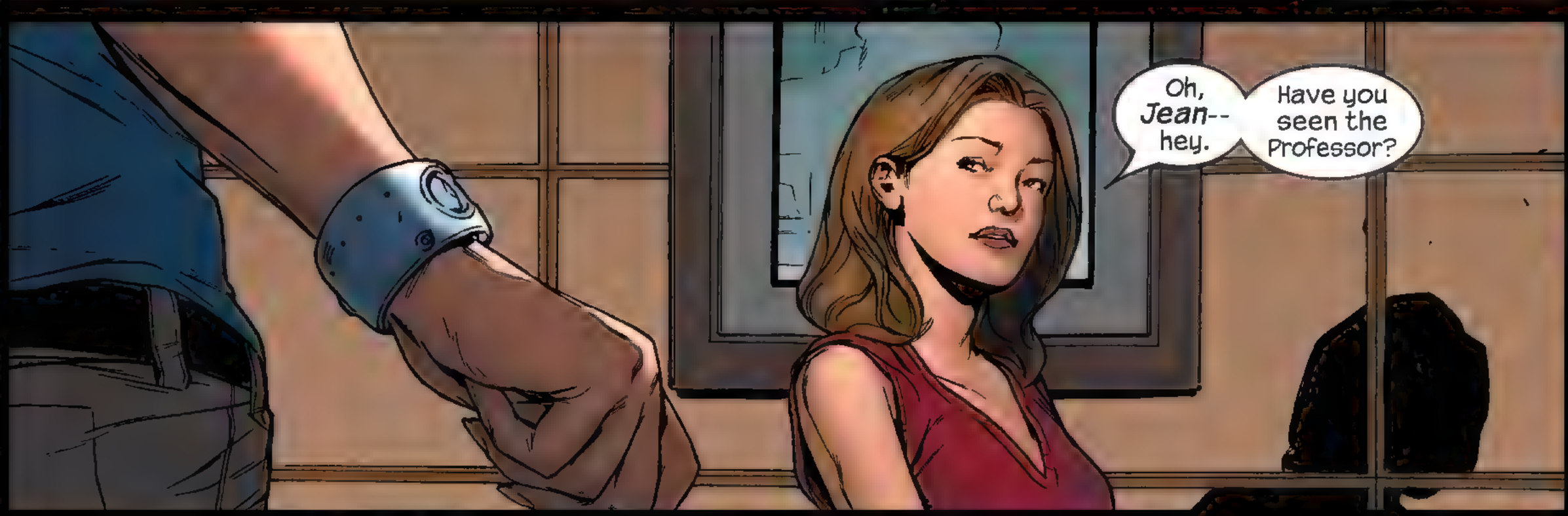
WHUDD!

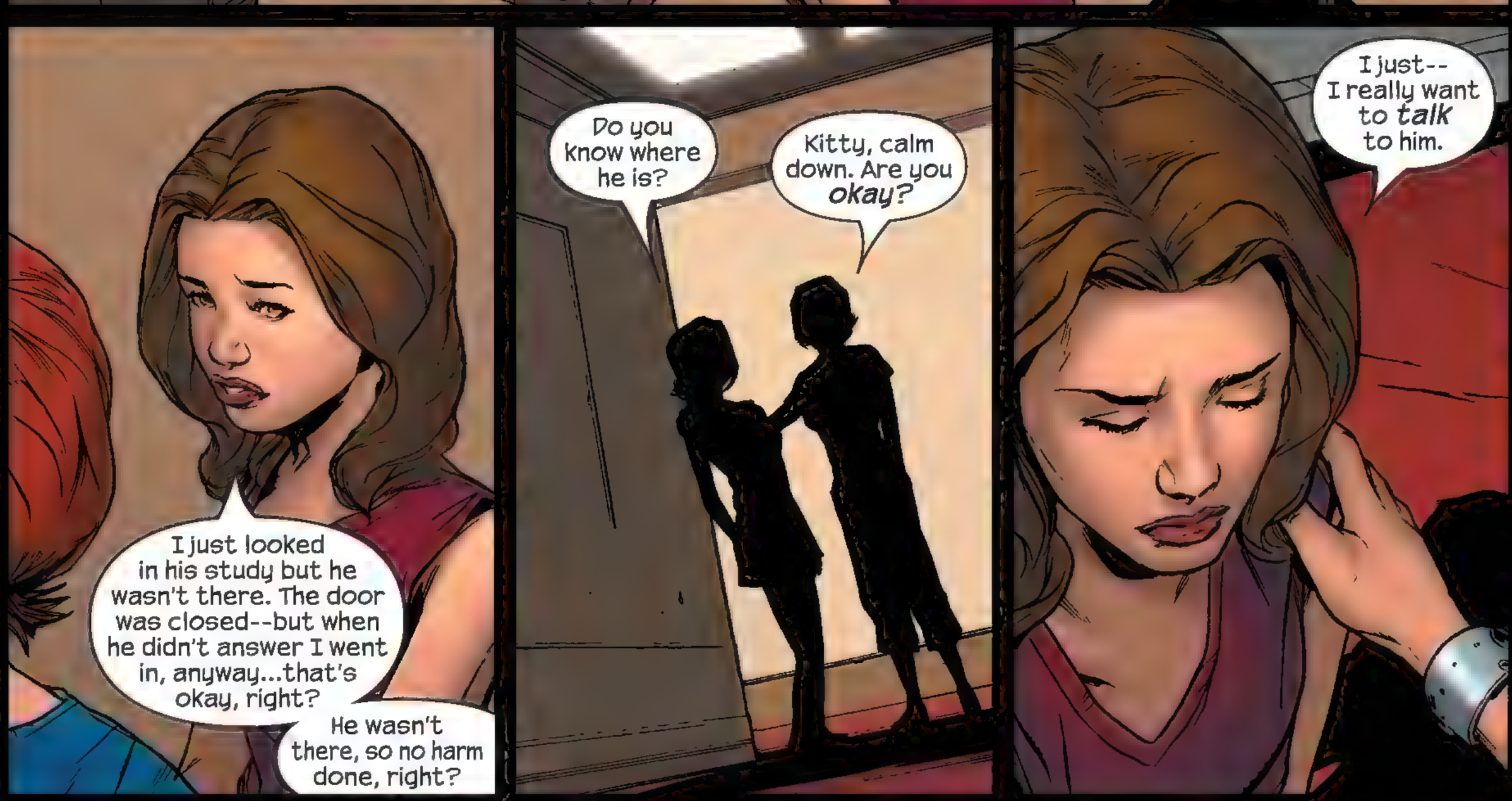

You okay?
Healing factor. You?
I'll live.

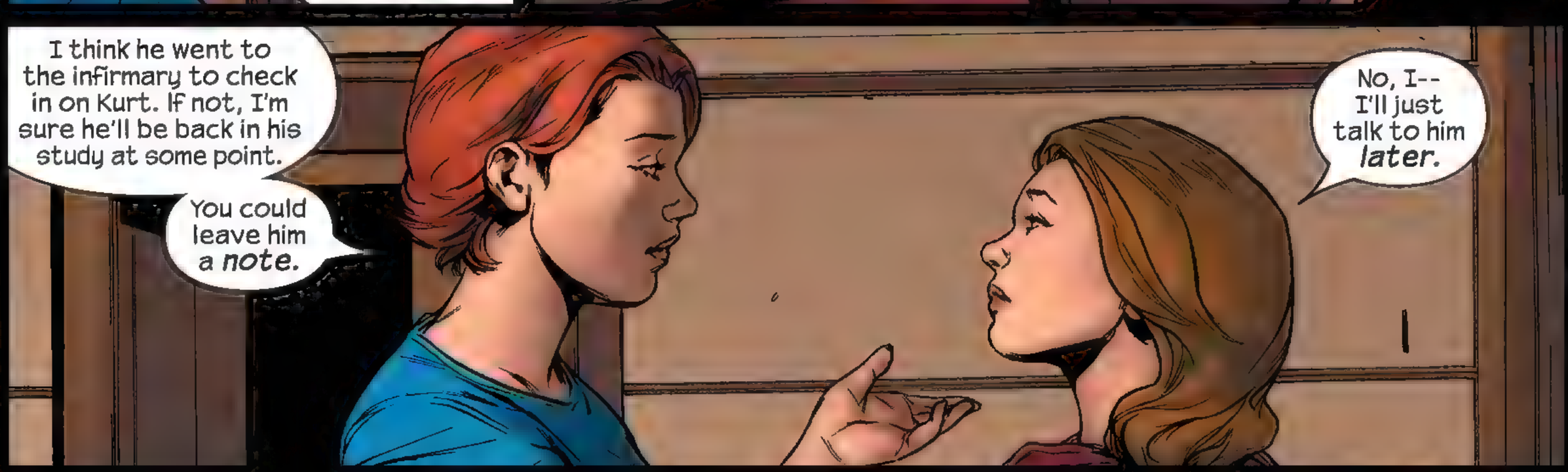
You want to go ahead and finish the program I worked so hard to write...
...buddy?
Sure.

Let's go!
Okay--this time, pick up the rest of them with a tornado or something. I'm gutting Loki!

=sigh=


Oh, Jean-- hey.
Have you seen the Professor?


I just looked in his study but he wasn't there. The door was closed--but when he didn't answer I went in, anyway...that's okay, right?
He wasn't there, so no harm done, right?
Do you know where he is?
Kitty, calm down. Are you okay?
I just-- I really want to talk to him.


I think he went to the infirmary to check in on Kurt. If not, I'm sure he'll be back in his study at some point.
You could leave him a note.
No, I-- I'll just talk to him later.

Kurt...I'm here to *help* you.
Will you let me help you?

GO AWAY!

=sigh=

I promise I'll fix you, Kurt.

I know you're not an evil person--just confused. I won't give up.

That's very touching, Professor.

Really-- *very* touching.
I apologize in advance for having to do this... but you've got to *die*.

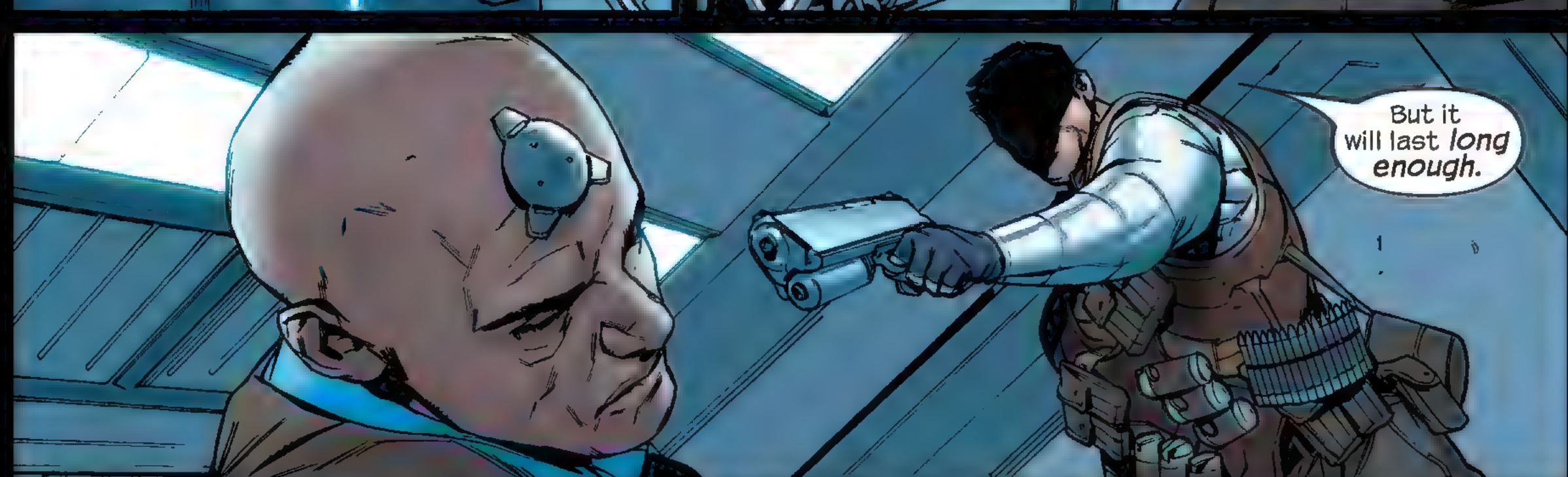
WROKK!!

You shouldn't have *hesitated!*
Who *are* you--*how* are you blocking my telepathy?!
Talk!

It's a *secret.*
FUNT

TEN
ACK!
My--powers--

Gone.
All of them--but don't worry, it's only *temporary.*


But it will last *long enough.*

PROFESSOR!!
What--?!
WHUD!

Shadowcat, huh? You're making a huge mistake, girl.

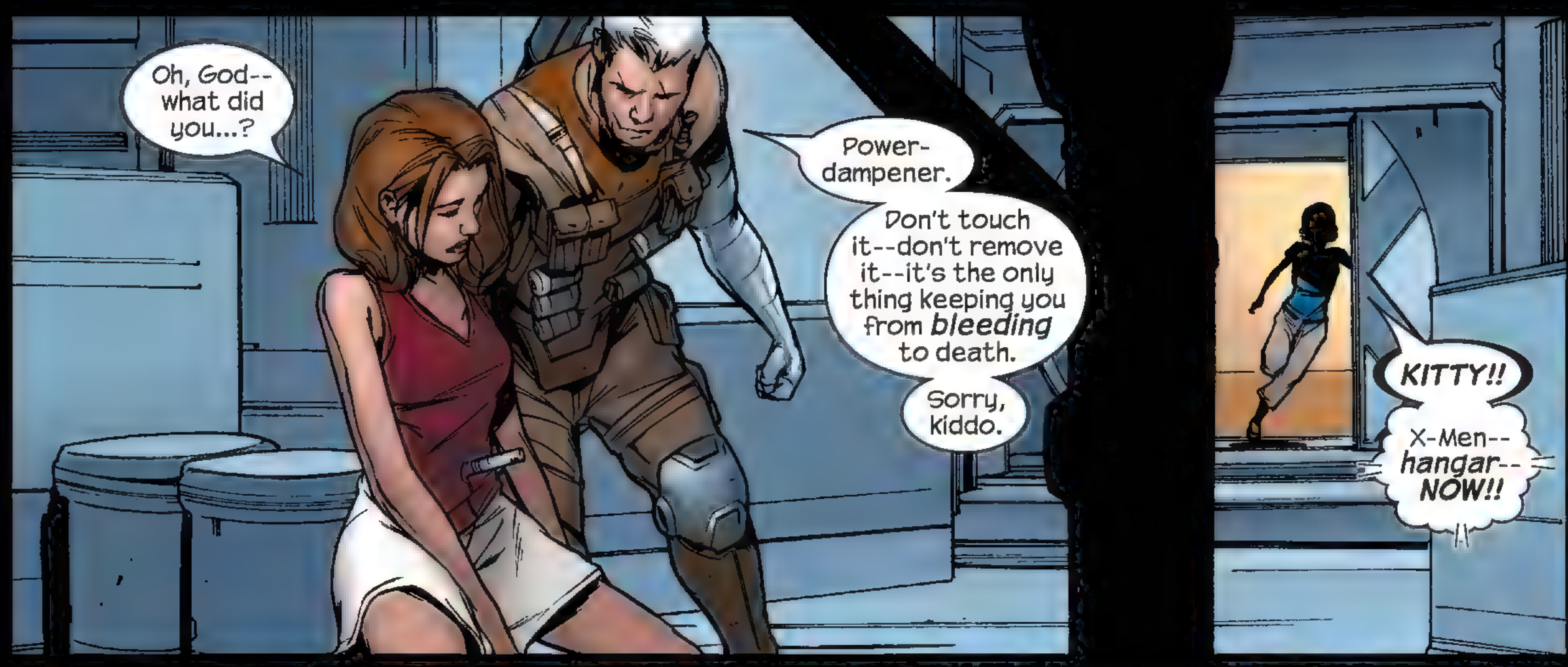
Really? This seems to be working.
Now I just need to make you solid again--and the fun really starts.

See?
WHUDD!

You know my name--do you know all my tricks?
Like what my powers do to machines?

Ngg.
Let's see what this machine does to you.

ZZZT


Oh, God--what did you...?
Power-dampener.
Don't touch it--don't remove it--it's the only thing keeping you from bleeding to death.
Sorry, kiddo.
KITTY!!
X-Men--hangar--NOW!!

Uff--Stupid arm...not even the ejector is working.
TEN
Ungh!

Sorry, Jean--you'll be out just long enough for me to finish the job. You're not going to understand... but this has to be done.
GET AWAY FROM HER.

Can't-- break-- free--

ZAPP!!

KROOM!

BRAKKA-CHOOM!!

Nice face. Do we know each other? Whatever--I hope you still got some fight left in you--I don't want this to be quick.

There's plenty left--don't you worry.
Good to hear--I'll see if I can't make what's left spill onto the floor!
CLACK!

YEAGGH!
WHAT THE--?!

It's not doing anything--I'm not hurt!
It must be broken!

WHONK!
Then ignore it!
I could use some hel--

Consider it done.

Storm!!
BRROWW!!
YEAAAOOWW!!

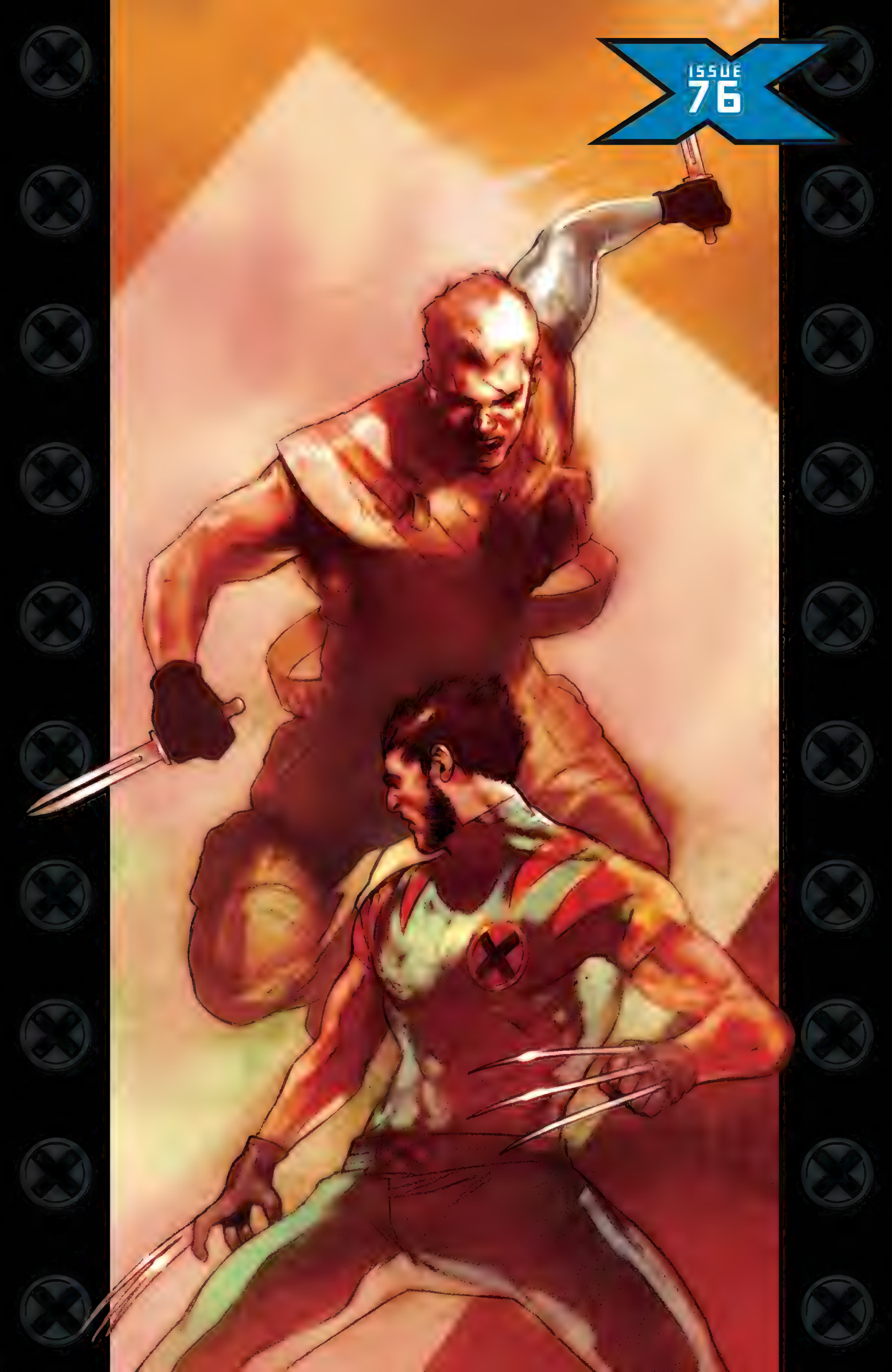
WHUDD!

That was a *bad* idea--you got *no clue* how bad!

But I think you'll start to get the idea *real soon.*

SLASH!
Eh?

I don't pop the claws for just *anyone.*
I've gone through *thirty years* without a healing factor to make me better than you could ever *hope* to be.
It's *over,* bub.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CABLE PART 2 (OF 4)

Without the healing factor--it really hurts like hell. And the blood.
It really makes a *mess*.
But then--you'll see.
SHKK!

Yeah. That's convincing. You got claws--you and every other clown I come up against.
Been there--*done that*.
FLAKK!

You find out who Sabretooth's *mother* was yet?
My timeline's a little *fuzzy*. What about your *wife?* Have I figured out the *truth* yet?

Yeah--starting to come around. I *recognize* that.
Was I so easy to read back when I was *you?* I never even knew it.

You're here--attacking Charlie--hurting these kids. I don't know a whole hell of a lot about this situation--
--but I know you *ain't* me!
SHRAAK!!
If you had *any* idea--if you could even *imagine* the future I've lived through, you'd do whatever it *took* to prevent it.
Charlie is responsible for a *lot* of rotten, underhanded business--and he's got to *pay* for it, bub. I can't let what I've lived through happen *again*.
Gakk!
SHUKK!
For the sake of the future--
--CHARLES XAVIER HAS TO DIE!
WROK!
That *ain't* gonna happen!

You don't get a choice in the matter!
FA-FAAASH!!

GNAHH!
One thing--the face--UNGH-- if you're me--
What--did you--ungh--trip and fall?

The arm's got claws, bub. You think they just threw it away when I lost it?
Never imagined what it'd be like to have them turned on me--guess you're feeling a little bit of that right now, huh?
÷ungh÷
÷koff÷

Didn't like that device?!
I've got more.

ARRGH!!
BEAST

Nnggg.

Dammit!

NO MORE TOYS!
FIGHT ME LIKE A MAN!
SLASH!

Can't-- you're too-- fast.
I'd lose.

THUNKK!
THUNKK!
THUNKK!
And I can't let that happen!
TEN

BRA-KOOM!
BRA-KOOM!
BRA-KOOM!

THUD
koff!
koff!
Ngg.
Nfff.
Damn.
Ugh.
Ack!
It always seems like a good idea at the time...
SHUKK!
Oh, hell.

One more step and you're an *iceberg*, Grandpa!
I can't *believe* I forgot you two. Of all of them--I forgot *you*.
I'm losing my edge. I'm--
WRAKOOM!
Ebb!

Bobby-- ice him up-- NOW!!

Huh?
Oh, yeah--!

Won't forget me next time-- will you?
Who is this guy? You fight him while I was gone?
WOOSH!!

That enough?
I think so.
Yes.
ZAPP!

KRRG!

Ungh.
You think this will do it? You think I'm getting taken down by ice?
VMMMM

Think again!
SHH!

Way ahead of you.
We've got a few good ideas!

It never ends...
THOKK!
GUUAAAGH?!!
BOBBY!!

Bobby! What do I do?!
JUST PULL IT OUT!
GET IT OUT OF ME! IT BURNS!

I wasn't planning on *killing* any of you--but you may not be giving me a choice.

You're not moving *fast enough* any more, old man.

SHOOM!

LET-- GO!

KRANGG!

PSSHHH!

Koff!

Koff!

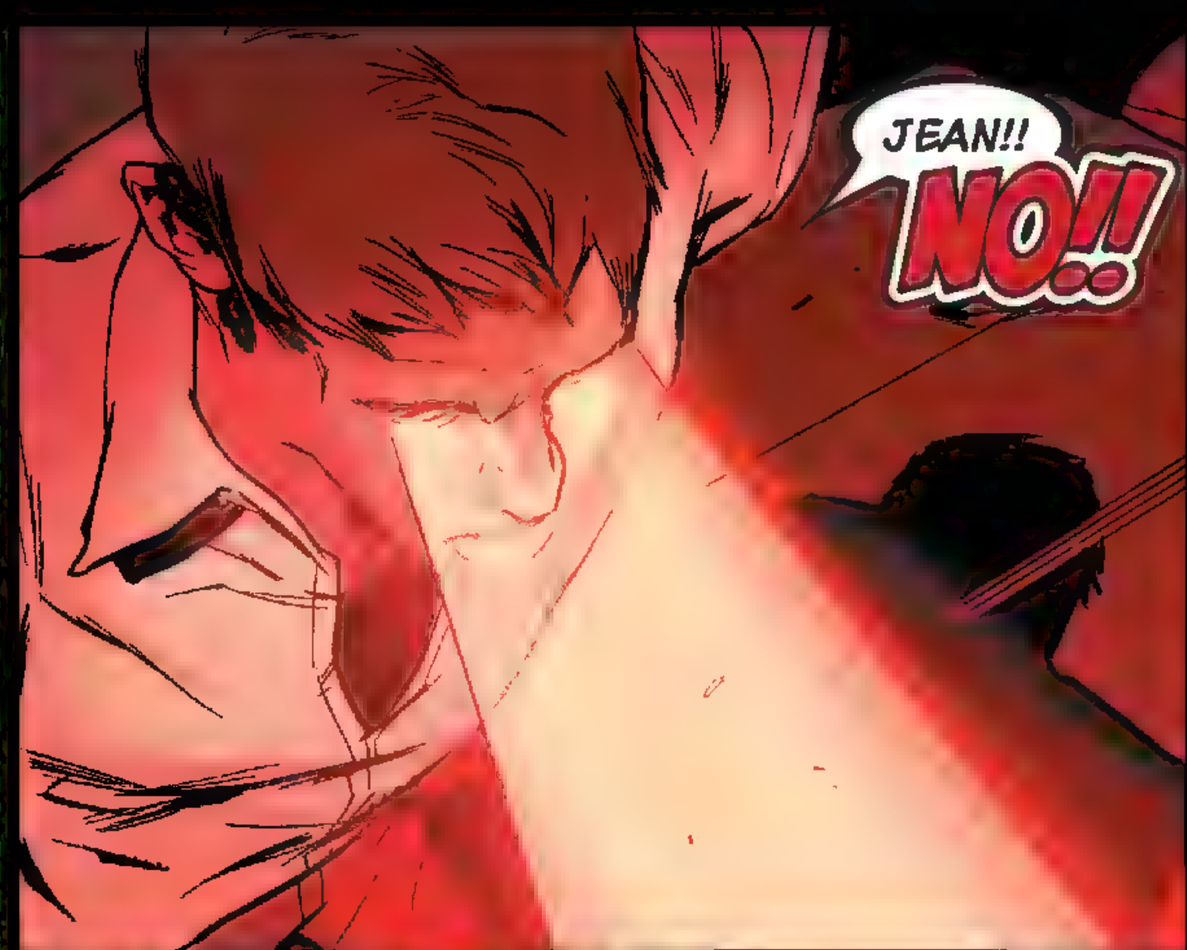
Ngff!

Ugggh!

Don't bother, Professor--your powers can't get past this barrier, either.

For the next fifteen seconds, I'm *safe*--and that's all the time I *need*.

I hate to have to do this... I *do*.
But I just don't have a *choice*.


JEAN!!
NO!!

Professor, you know what I *want*. I will contact you with details on how we make the exchange.
Until then, she will *not* be harmed.

He's *right!* I-- can't breach-- the wall!
He won't get away! He *cannot!*
WRAMM!!

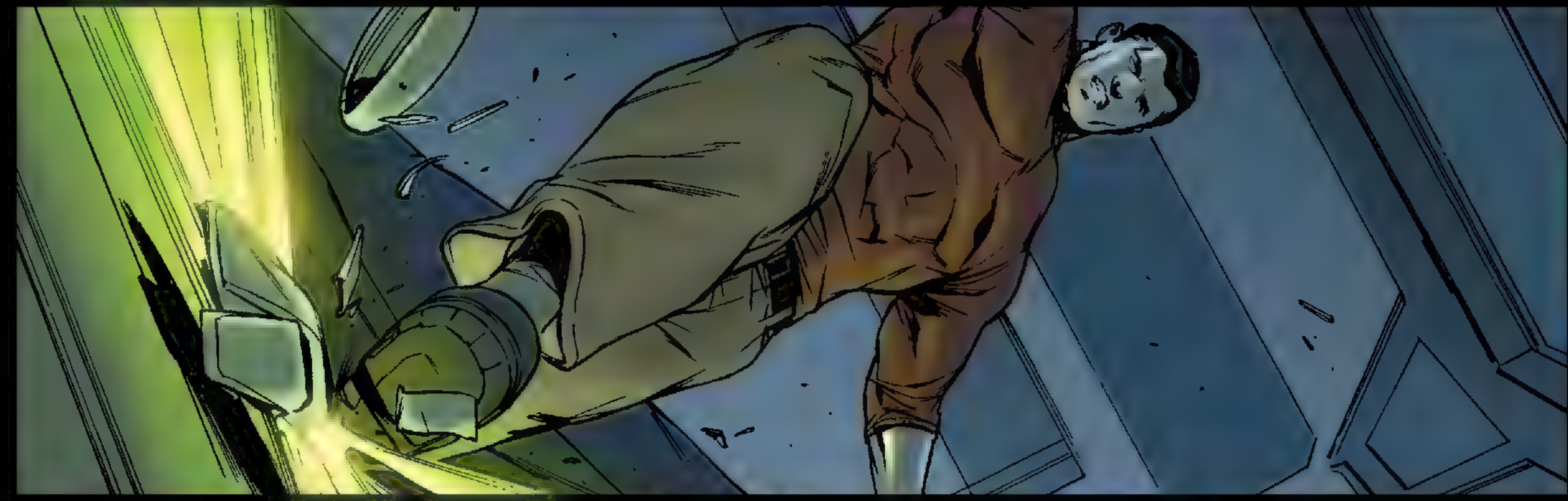
Wrong on *both* counts.

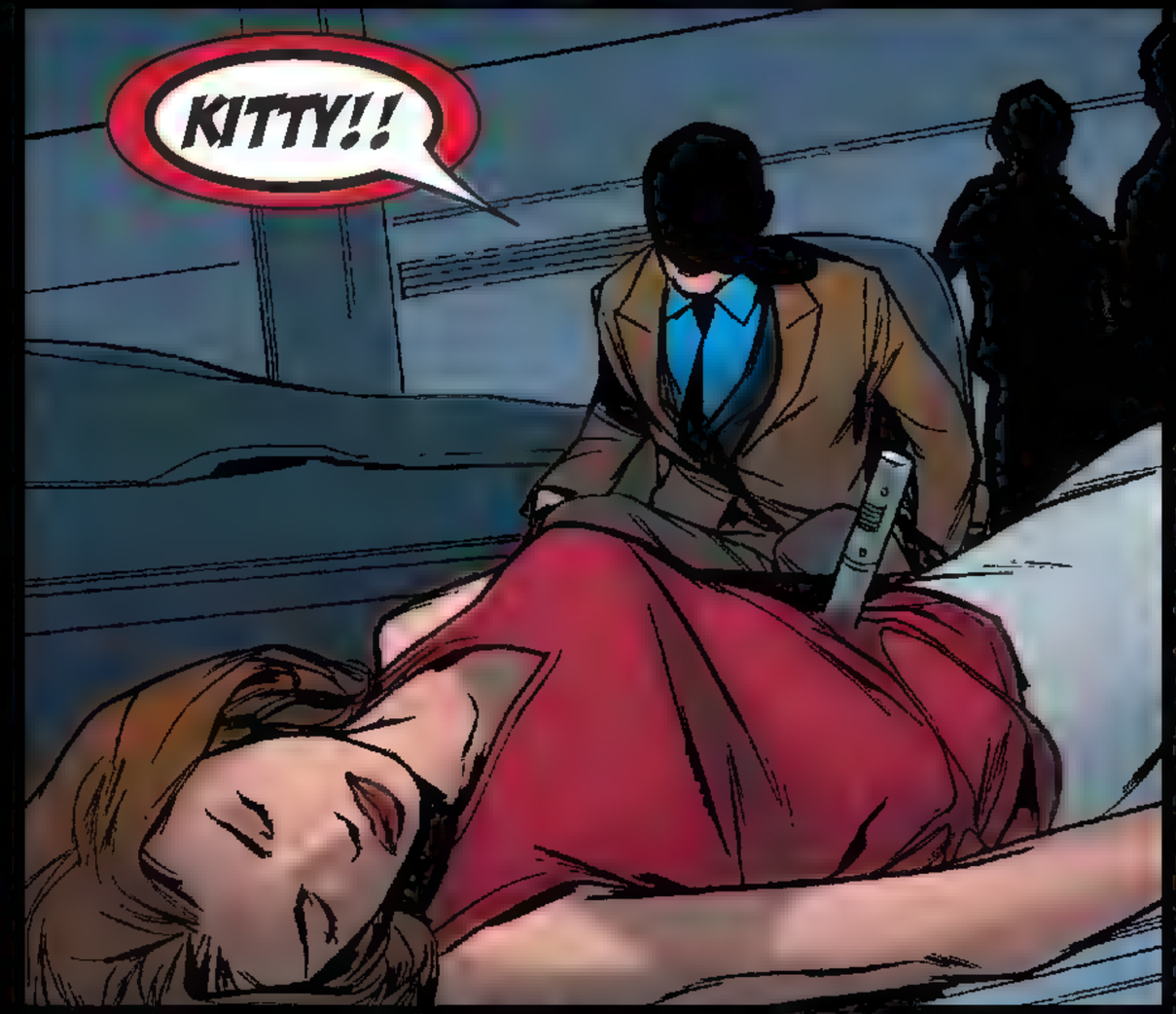
GNARR!!
WRAMM!!

RAGGH!
WRAMM!!

GRAGG!!
WRAMM!!

TEK




KITTY!!

PETER-- GET HER TO THE INFIRMARY, NOW!

The Infirmary.
Later.
Well--that was intense.
I didn't know the Professor could do all that.
You were a bit out of it. He was forcing a surgeon a few miles away to see through his eyes and tell him what to do telepathically.
But yeah--intense.

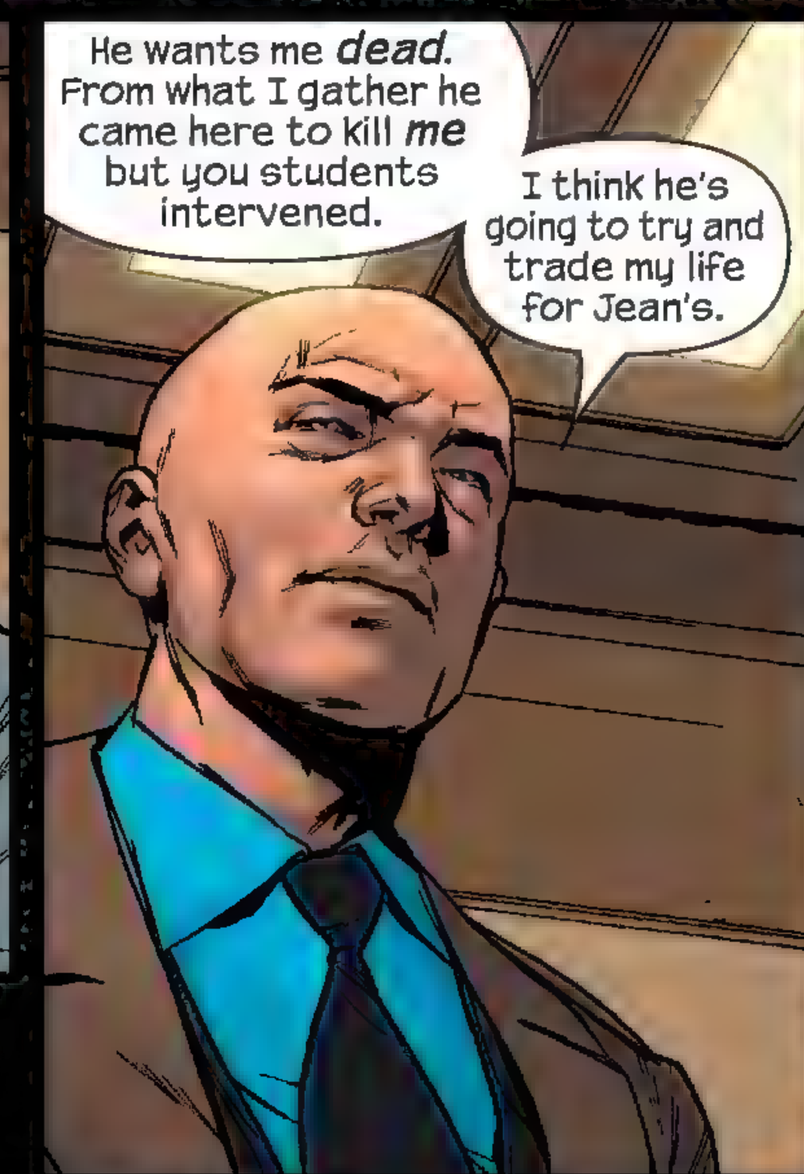
This place sucks. I came here to learn to control my powers--not use them to fight crazy dudes every week.
I'm not involuntarily falling through floors like I was. I don't know if I need this place anymore. I certainly don't like it.
Tell me about it. I just want to finish my play.
There's just never any time.
You wrote a play?
Most of it... I started it a long time ago. I let Hank read it... before...
I haven't really shown it to anyone else.

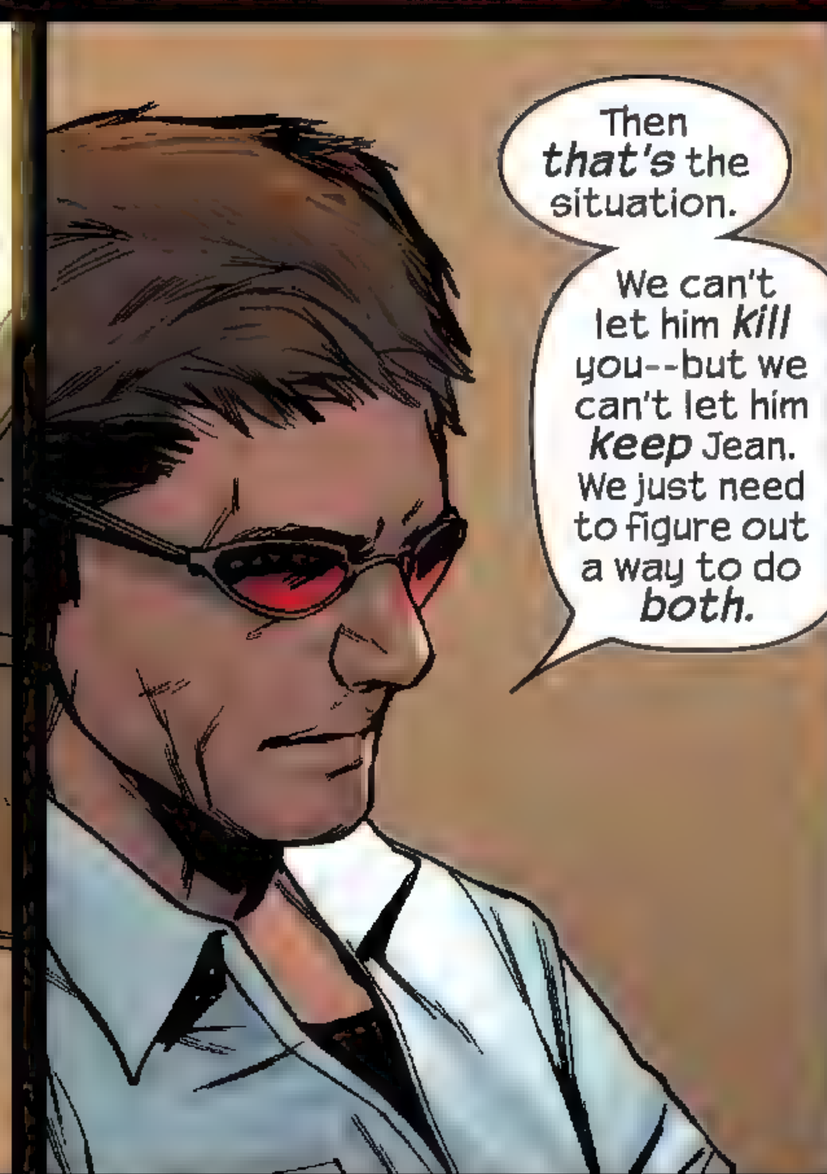
I'd like to read it. I promise I'll be good, I won't comment on it if you don't want me to.
Maybe later... I've got some revisions I'd like to do.
Well, don't take forever...as soon as we get Jean back... I'm gone.
I'm serious...I think I'm leaving the school.

Well?
Nothing... I'm sensing *nothing*.

It's as if... she weren't on the planet anymore--or at least not giving off any life signs.
You don't think--?
Don't worry, I'm almost certain she's not dead. The technology this man used to fight us, he must just have something that can mask their presence to Cerebro.
We'll find her, Scott. I just don't know *how* yet.

Any idea *who* this person was or exactly *what* he was after?
He said you know.


He wants me *dead*. From what I gather he came here to kill *me* but you students intervened.
I think he's going to try and trade my life for Jean's.


Then *that's* the situation.
We can't let him *kill* you--but we can't let him *keep* Jean. We just need to figure out a way to do *both*.

Right.

What are you doing?
Sniff
Sniff
Looking for evidence.
This is where he came in--I'm trying to see if I pick up a whiff of anything we can use.
And?
Nothing. Absolutely nothing.
All I can smell is myself.
Weird.
Yeah.
Tell me about it, kiddo.
Whoa!
SNIKT!

Cable-- where is he?!
Quickly--is he here yet? Did I arrive before him? Is there still time?
ANSWER ME!
I'm not in the mood to be yelled at, old-timer!

For *starters*... his name is *Cable*.

And I'm sure *this* guy knows a lot more than just his *name*.

Wasn't nearly as tough as the *other* guy.
Ugh.

TALK TO US--WHO ARE YOU?!
WHERE IS CABLE?! WHERE DID HE TAKE JEAN?!
Scott, please...calm down for a moment.
You will tell us everything you know about this man, *Cable*.
Your uniform is similar--are you working *with* him? Why are you *here*?

Just look at me, Professor. Do I *look* like I came here to *fight* you? At *my* age?
My name is *Bishop*--I followed Cable here from the *future*. He came here to *kill* you.
I came here to *save your life*.

Somewhere Else.
Ngh!
Nff!
HEY!
Where are we? What are you going to do to me? Why are you keeping me here?
What makes you think I'm going to answer your questions?
Whatever you're planning isn't going to work. I was there last time--The X-Men almost took you down.
They'll know what to expect next time. You don't stand a chance.
I appreciate your concern, Jeanie. I do. But you shouldn't worry.
Next time, I won't be facing the X-Men alone.

We're ready when you are, *boss.*
Just give the order.

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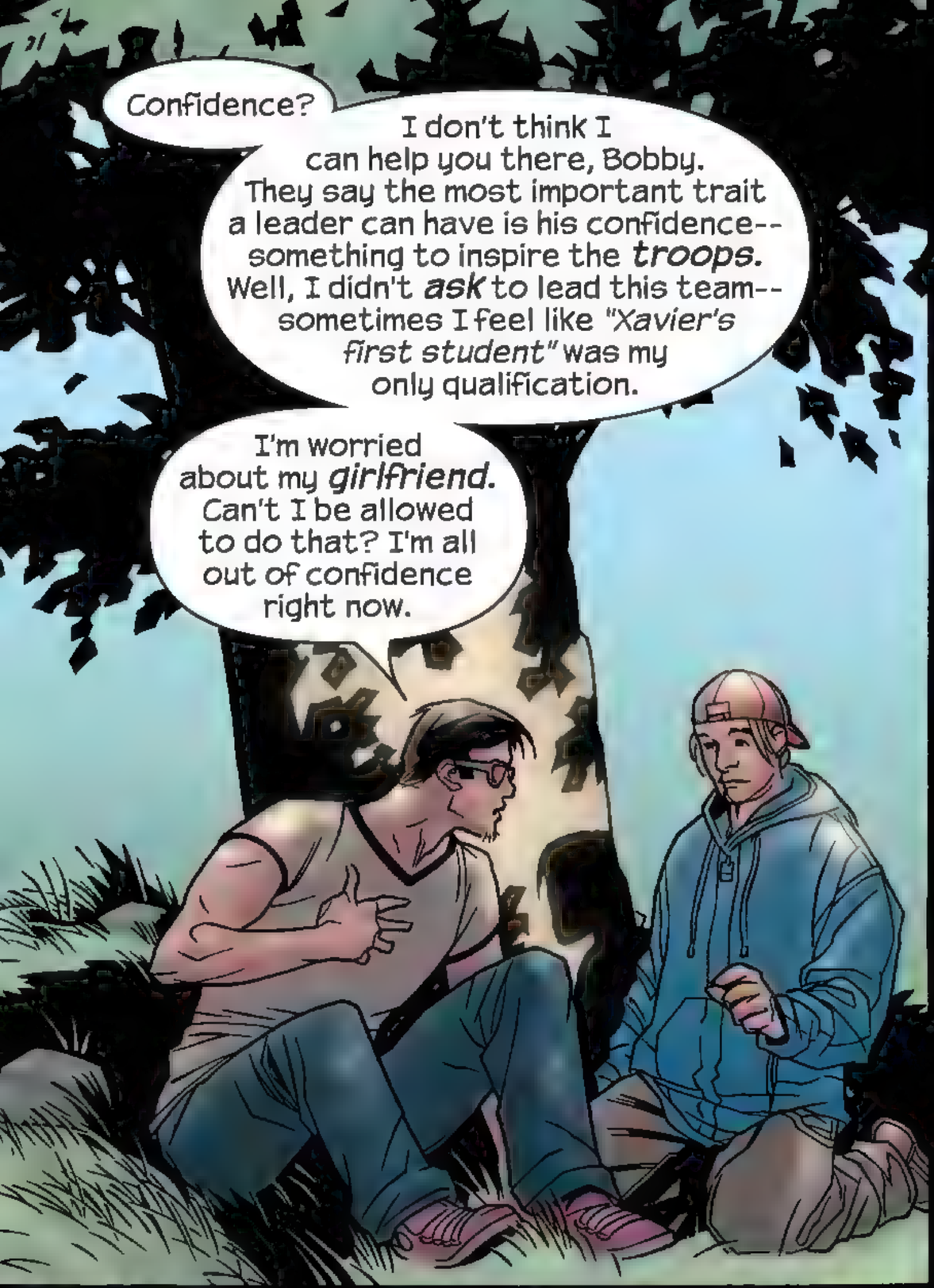
CABLE

PART 3 (OF 4)

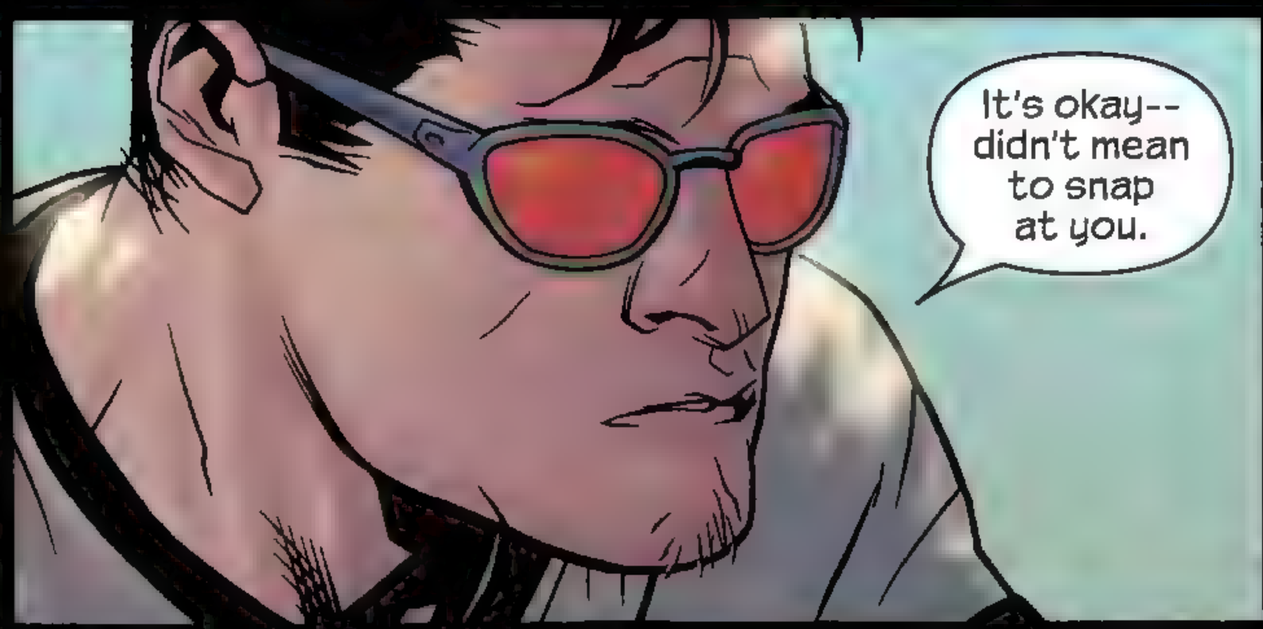
Sit down, Bobby.

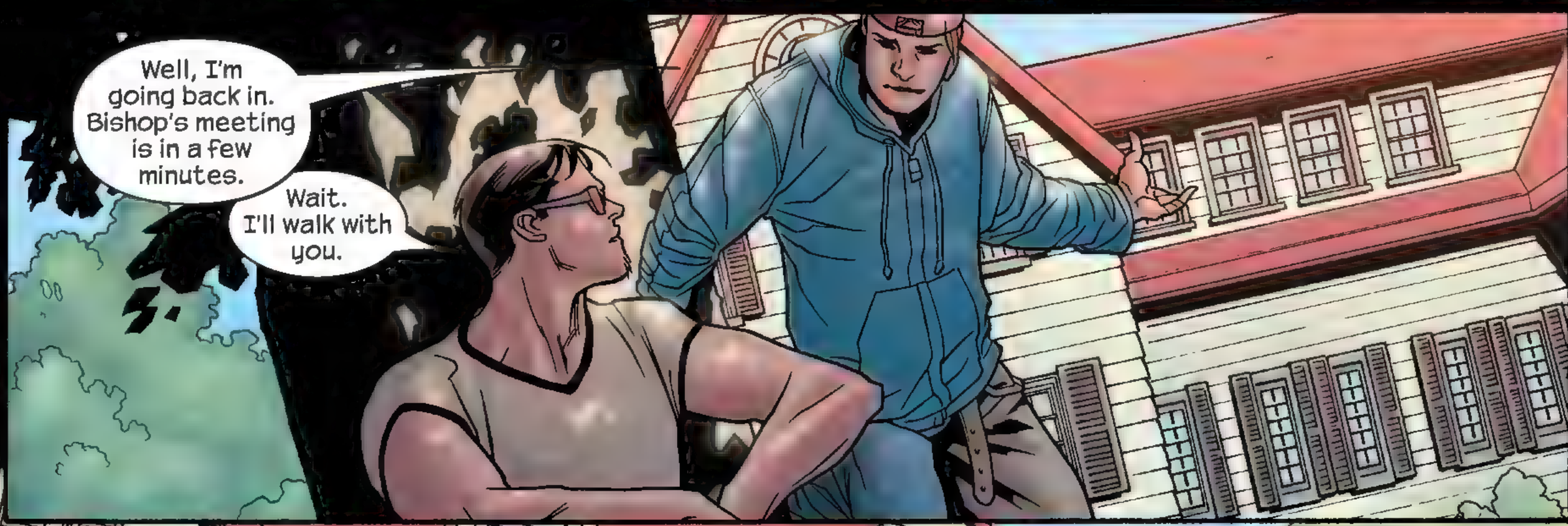
Jean and I used to come out here, to this tree, to sit. We'd talk, relax. One of the few times I've opened my eyes without the glasses, or the visor--was *here.*

I don't think I've ever told her how much she meant to me--how much I *care* about her.


Confidence?
I don't think I can help you there, Bobby. They say the most important trait a leader can have is his confidence--something to inspire the *troops.* Well, I didn't *ask* to lead this team--sometimes I feel like *"Xavier's first student"* was my only qualification.
I'm worried about my *girlfriend.* Can't I be allowed to do that? I'm all out of confidence right now.

Nobody blames you for that, man. It just caught me a little off guard.
That's all. Sorry.


It's okay--didn't mean to snap at you.


Well, I'm going back in. Bishop's meeting is in a few minutes.
Wait. I'll walk with you.

You and Rogue. How's that going?
It's *not.* Gambit's powers suddenly just *fading away* totally *blows.*
Now we're back to *square one.*
Which is... no place at all.

Seriously, I was able to use electricity for almost *two hours* today before I slipped up!

You were *right.* I did just what you said and it worked--I was able to store up my E.M.P. signal for a more controlled burst. I may have complete control over it *soon.*

I'm sorry to interrupt, Professor. I was just excited to tell you. I'm sure you called for a *reason.*

Yes, it's your next mission. I was interrupted before I could tell you last time we talked and it's been a chore finding time to call you back due to some recent events here at the school.

I want you to go to Basin Mill Road, in Queens. The street number is three hundred and seventeen. I have some colleagues there who will tell you what to do next.

That's all.

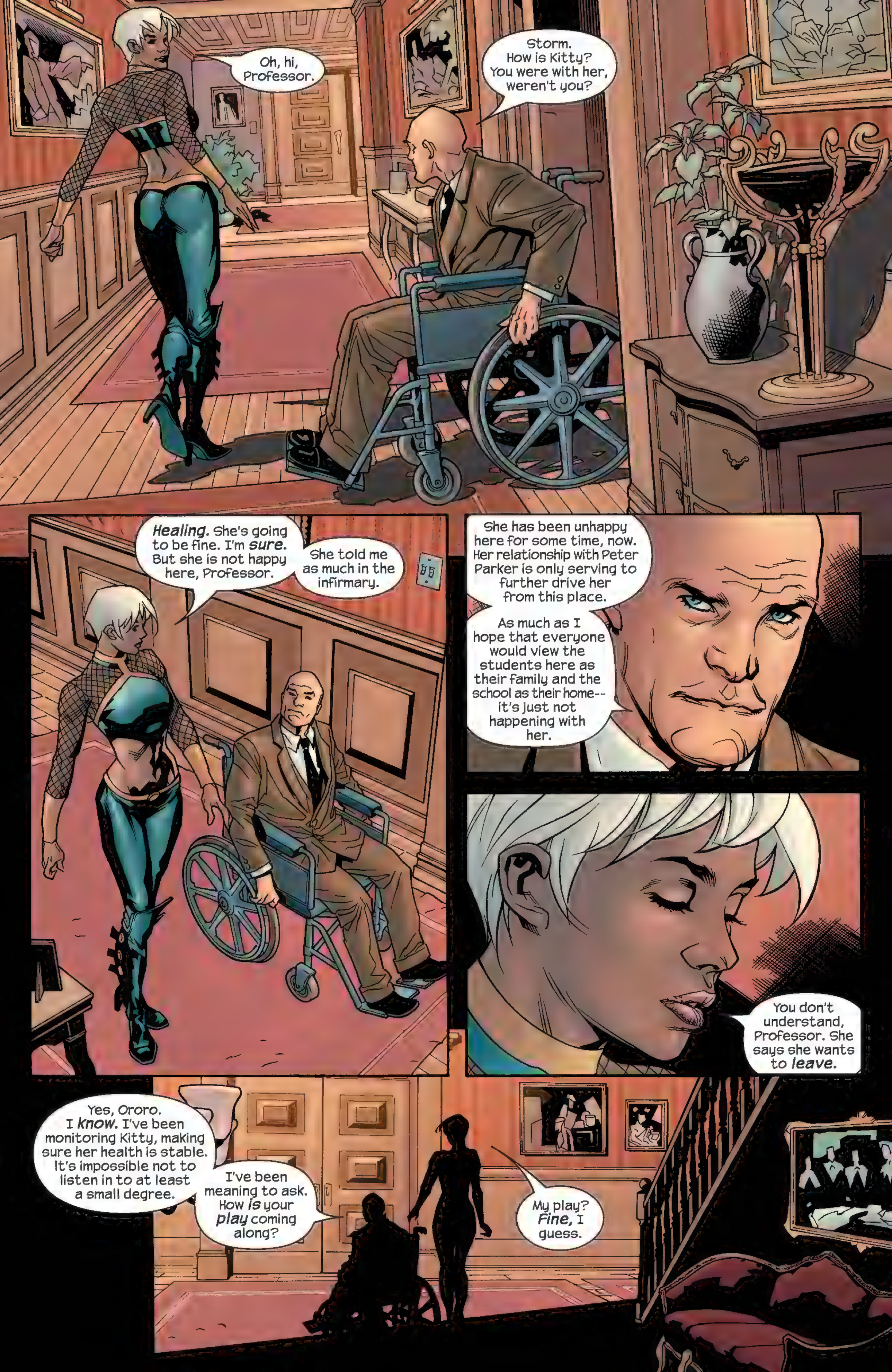
That's it? Just go to an address?

I can do *that.*

I know you can.

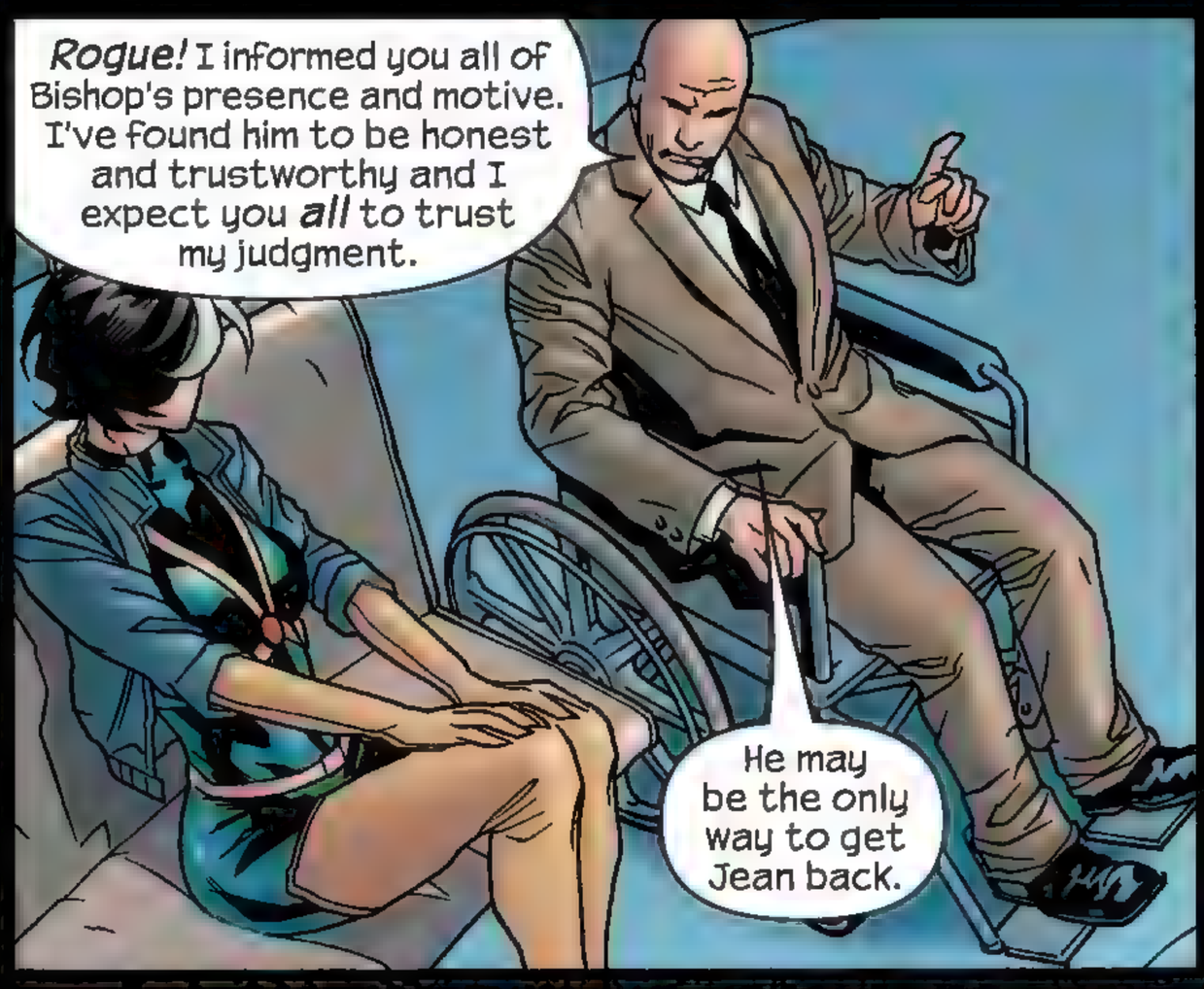
Good luck, Syndicate. I'll contact you again soon.

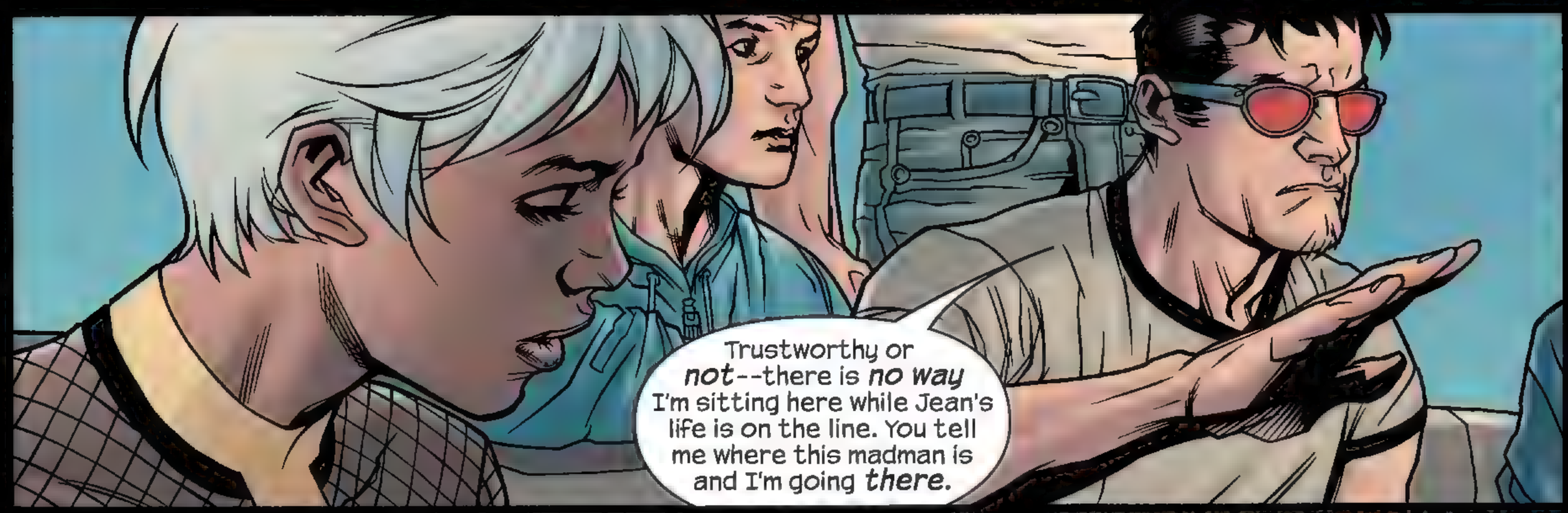
BEEP


Oh, hi, Professor.
Storm. How is Kitty? You were with her, weren't you?
Healing. She's going to be fine. I'm *sure.* But she is not happy here, Professor.
She told me as much in the infirmary.
She has been unhappy here for some time, now. Her relationship with Peter Parker is only serving to further drive her from this place.
As much as I hope that everyone would view the students here as their family and the school as their home-- it's just not happening with her.
You don't understand, Professor. She says she wants to *leave.*
Yes, Ororo. I *know.* I've been monitoring Kitty, making sure her health is stable. It's impossible not to listen in to at least a small degree.
I've been meaning to ask. How *is* your *play* coming along?
My play? *Fine,* I guess.

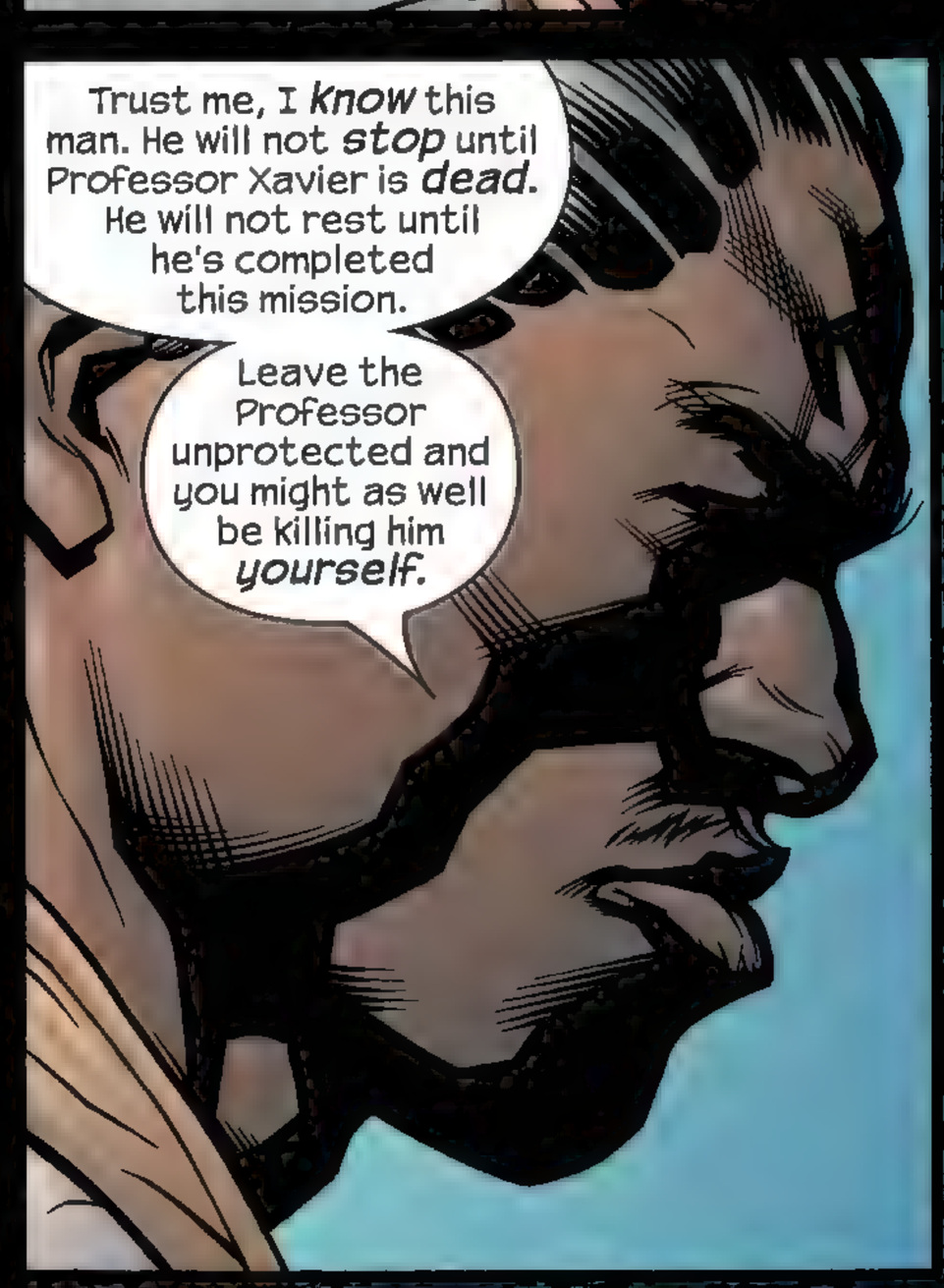
Time travel is *not* an easy task. It takes an *immense* amount of energy and is not something that can be done twice in one day.
I do not think Cable took your colleague to the future.
More likely he's got a base *here,* in this time. Our teleportation equipment still works here--he could be *anywhere.*
McCoy Memorial Hall.
Professor Xavier can't locate either of them with *Cerebro.* Luckily, time travel leaves a chronal imprint--an energy signature that I can track.
It will eventually dissipate--but if we move quickly we should have enough time to locate him.
Wolverine, Storm, Iceman, Rogue and Colossus are with me.
Cyclops stays here with the Professor. You're the last line of defense if Cable tries to come back here. Your job is *not* to fight him--if he comes back here--*run.* That's the only way to ensure the Professor stays alive.
Any questions?

Yeah--just who the *hell* are you--and why are *you* at the front of the class?


Rogue! I informed you all of Bishop's presence and motive. I've found him to be honest and trustworthy and I expect you *all* to trust my judgment.
He may be the only way to get Jean back.


Trustworthy or *not*--there is *no way* I'm sitting here while Jean's life is on the line. You tell me where this madman is and I'm going *there.*

Then, young man, I won't *tell you.*
Make no mistake, I was allied with this man, Cable--but do not doubt my loyalties. I watched him fall from the great man I knew to the psycho you had an encounter with.
Cable and I were part of a group that upheld the Xavier Doctrine above all else--it was the only thing our people had left to believe in.
As time went on, Cable started forming new ideas--piecing together unrelated events from the past to support some wild theory that Xavier was responsible for the hellish world we inhabited.


Trust me, I *know* this man. He will not *stop* until Professor Xavier is *dead.* He will not rest until he's completed this mission.
Leave the Professor unprotected and you might as well be killing him *yourself.*

Someone *else,* then. Storm--Wolverine.
I CAN'T JUST SIT HERE!

You can and you will.
Your emotions are getting in the way, clouding your judgment--you're out of control.
If he comes here--chances are he won't be bringing Jean. Your aggression will work to your advantage here.
You'd be worthless out there. You're staying.
He's right, Scott. Let the rest of the X-Men handle this one.
Whatever, just--
Just bring her home.
Everyone suit up and meet me in the hangar in ten.
You mess this up--you double-cross us...
I'll gut you before you even see me coming.

If these readings are correct--he's in an abandoned military compound in *Finland.*

Finland? I think Rogue and I know the one.

He's at the old Weapon X compound? Why would he be *there?*

More importantly--how are we going to *get there?* With the X-Wing damaged-- we'll have to take the X-Jet prototype, and that thing's *slower.*

It could take us *hours* to get all the way to Finland.

Wait-- where's Finland?

Bobby-- shut up.

I've got the transportation covered.

TEK

Don't worry--I'll go *first.*

Former Weapon X Headquarters, Finland.
Stay alert, children. The chronal detection I used to get us here works both ways. He could already know we're *here*.
Here is a place I never wanted to return to. I was never at *this* compound--but knowing what happened in this place--
Makes my skin crawl.
I know how you feel.
I always thought I was gonna *die* here...

AUGHAKK!
CHOOM

ROGUE!
Absorb my healing factor--darlin'.
Take--as much--as you *need*...
It's not working fast enough, Logan--I can feel it--I'm *dying*.
The *X-Men*, right? We've been *waiting* for you.
Good to see you again, *Bishop*.

ARRGGH!

SNIKT!

SNIKT!

CHOOM!

THUD

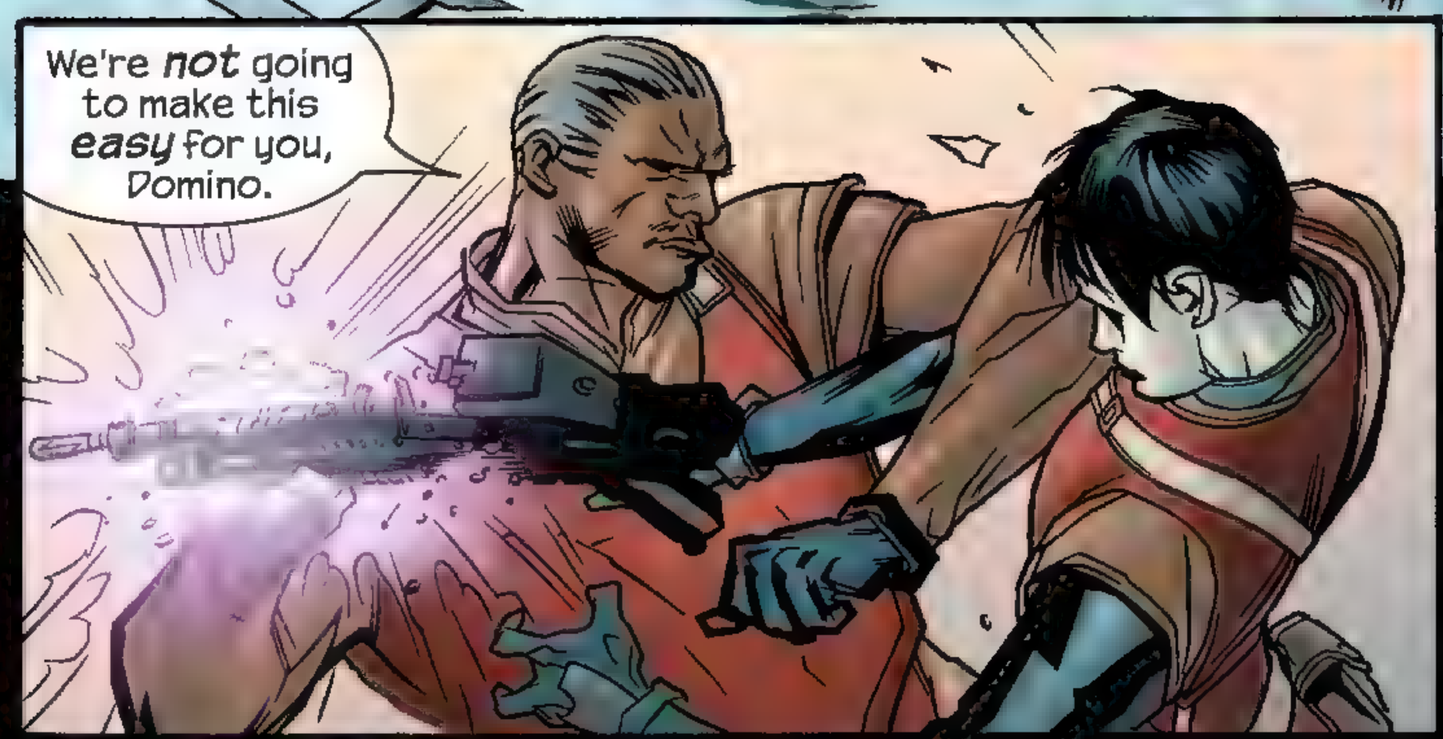
The history books *could* be *wrong*...but I believe we just took out your *front line.*

ROGUE!

You've *still* got them outnumbered--don't let them get the upper hand! Remember what's at *stake* here!

Grizzly--you're after the *Russian*, take him out. *Hammer*--finish Storm quickly, don't underestimate her. *Kane*--clean up the rest!

I've got Bishop!



Really? Is that *so?*
What do you think about it *now?!*
Dude--you gotta get her out of here *NOW!* You gotta send her back to the mansion!
C'MON!
Done.
I think I've got the doorway directly in the infirmary. Drop her off and *get back here!*
Traitor! You make me *sick.*
WRAMM!!!
Hammer? You really go by *Hammer?!*
No--wait--how would you know better? Why would *M.C. Hammer* be in history books?
WRAMM!

The Xavier Institute for Gifted Children. The infirmary.

I don't have time to explain--call the Professor--I've got to get back!

What?!

PROFESSOR!!

Scott, *please*--you're starting to dig a groove in the fl--

What is it, Professor?

We have to get to the infirmary.

Inside The Compound.

They're *not* going to win.

I was hoping I could stay in reserve for the finale but that's *not* going to be an option.

Better check on my prisoner first.

Ngh--yeah?

Good effort--but it's not going to work. I wanted to ask you this and I don't know if I'll get another chance to ask you.

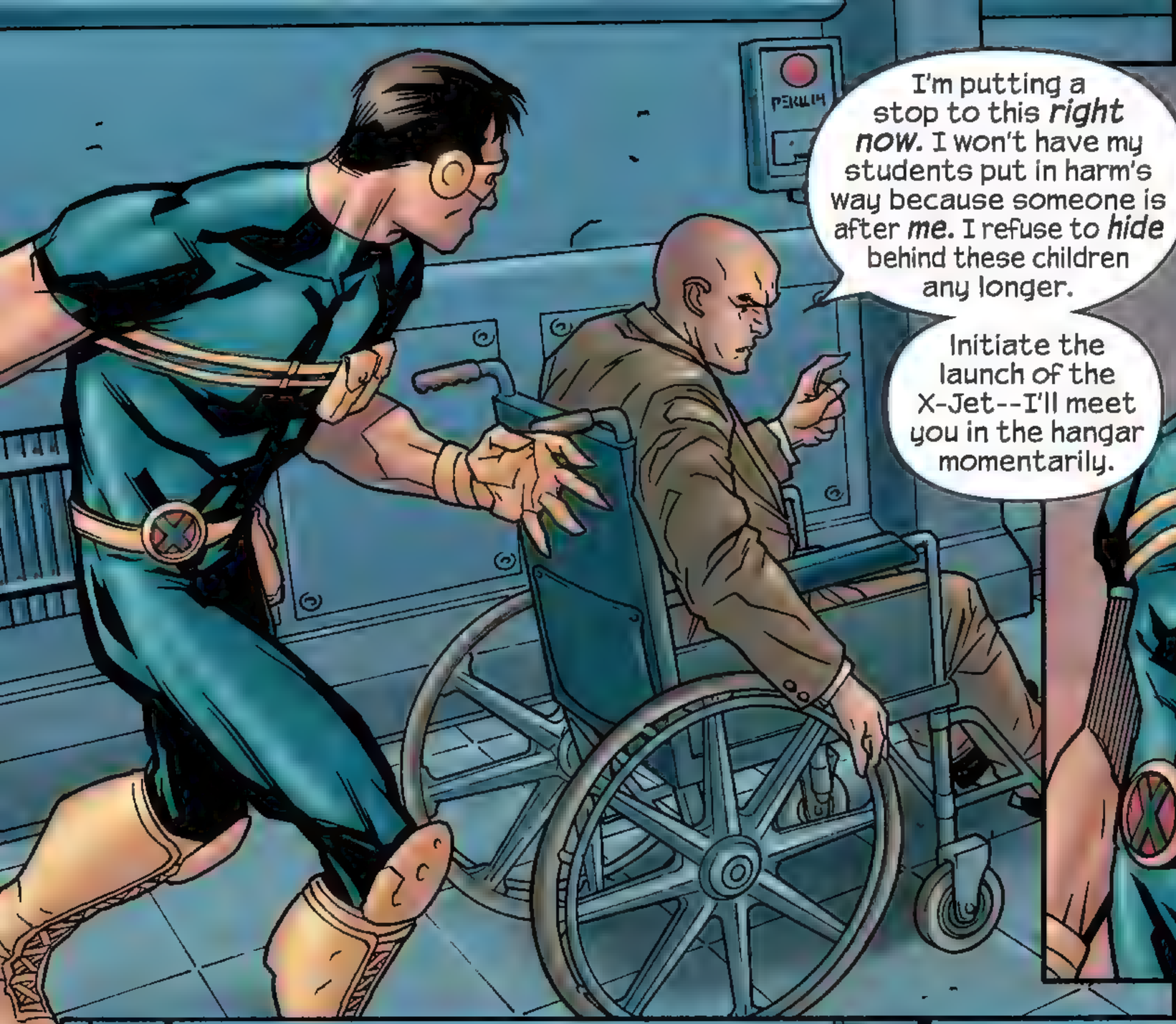
Your telekinesis--when you use it now--

--do you see the *goblins* doing all the work?

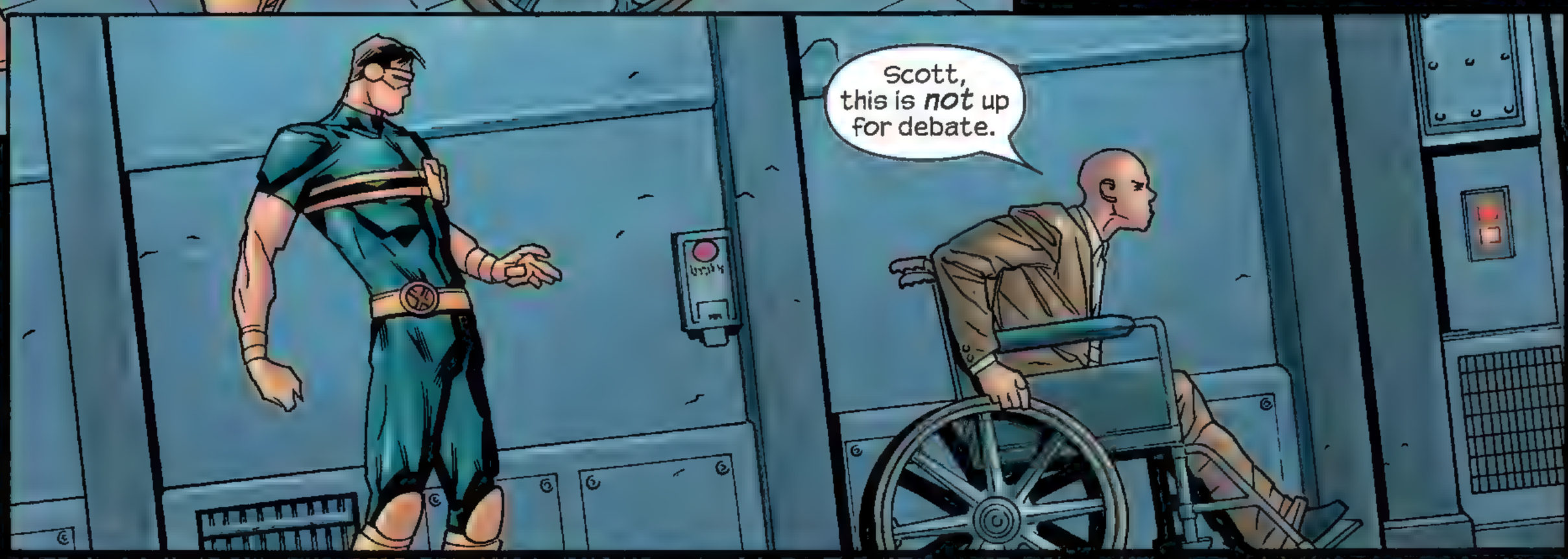
I thought so. That was the first *sign*.

It will happen soon. I just wanted to let you know you'll get through it. It will take some time--but you *will*.

The Xavier Institute for Gifted Children.
It's okay, Professor.
It hurts-- but I think I'm going to be okay. It's, uh...it's growing back.
Slow down, Professor-- where are you going?!
Wait!


I'm putting a stop to this *right now.* I won't have my students put in harm's way because someone is after *me.* I refuse to *hide* behind these children any longer.
Initiate the launch of the X-Jet--I'll meet you in the hangar momentarily.

You heard what Bishop said--you're too important--he'll *kill* you.
Let *me* go. I'll bring everyone back safely.


Scott, this is *not* up for debate.

Being here--knowing Jean is in danger--that the *team* is in danger trying to get her back--it's *driving me crazy.*
I know how you feel--I'll *get* her--I'll get *them.* I can *do* this!
But *you* can't go. You're too important and *you're* the prime target. I can't let you rush out into the open like this.
Why would you be so *careless?*

Damn it, Scott--can't you *see?*
Do I have to spell it out for you?!

I'm in love with Jean.

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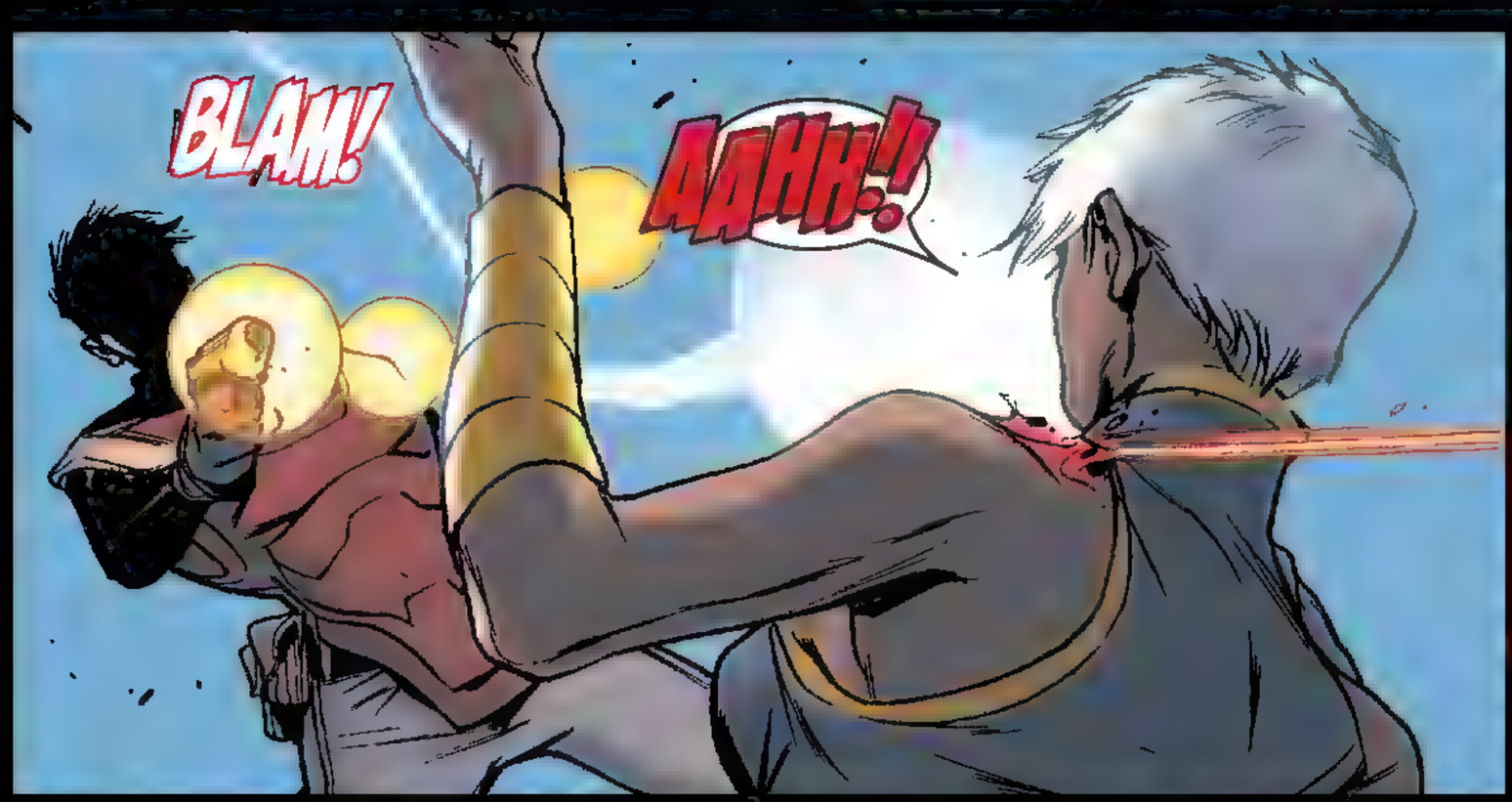
CABLE: conclusion

I WILL BREAK YOU!
KLANGG!!

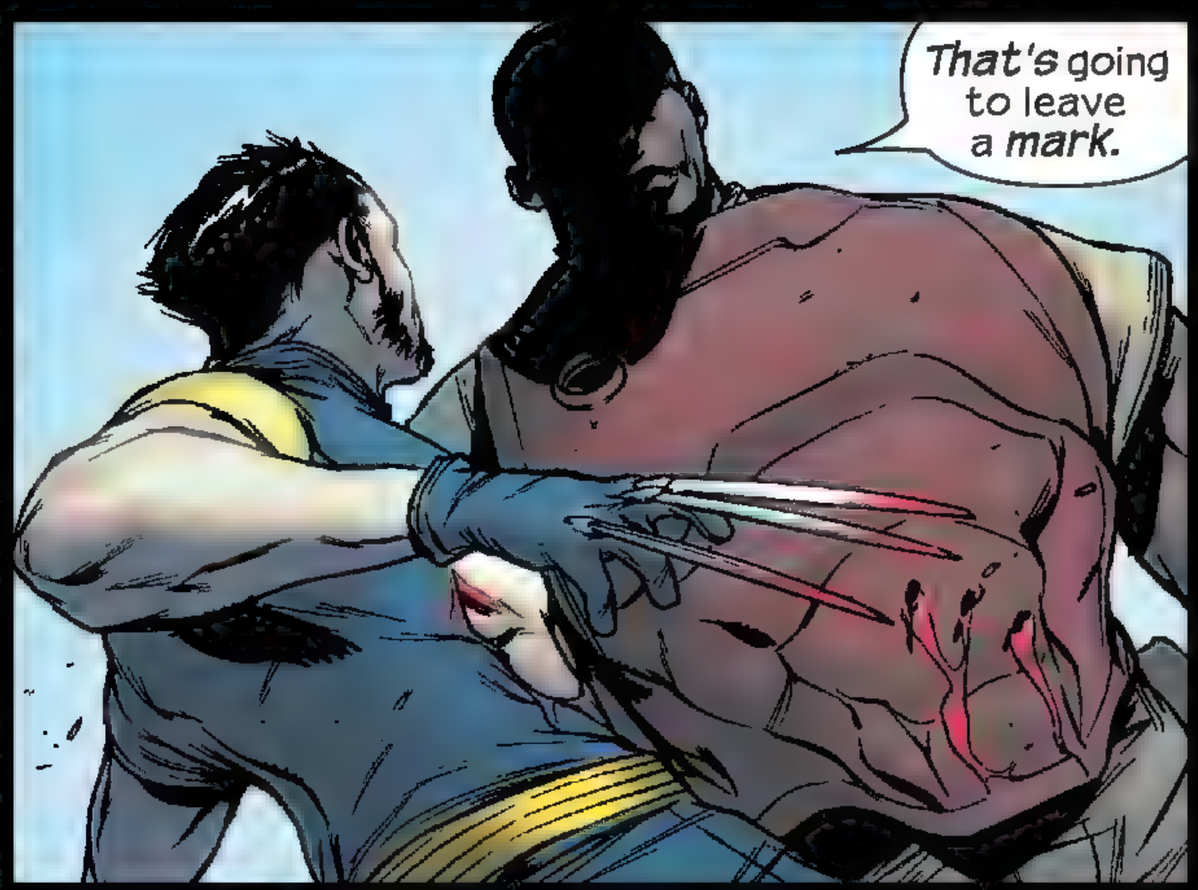

BLAM!
AAHH!!

BRAKOWHY!!

Bobby Drake, right? The *legend!* I can't believe you're so inept at this point in your life!
It's been an *honor* to kick your--
Eh?

You--I have *no idea* who *you* are!
Yeah.

Apparently I've been keeping a *low profile.*
SHUKK!!


That's going to leave a mark.

WRAHN!

OFF ME!!
KRAK!!

What are you doing, Scott? We're here. I need you to land this plane!
No time.

SCOTT! Have you lost your mind?!
I suggest you spend your time telling Storm to get me to the ground safely and then pull the information out of my brain so you know how to land that thing.
I don't think either of us wants to die.

Cyclops is being reckless, Storm. Please save his life.
Professor?
Where?
Look up.

Oh, jeez!

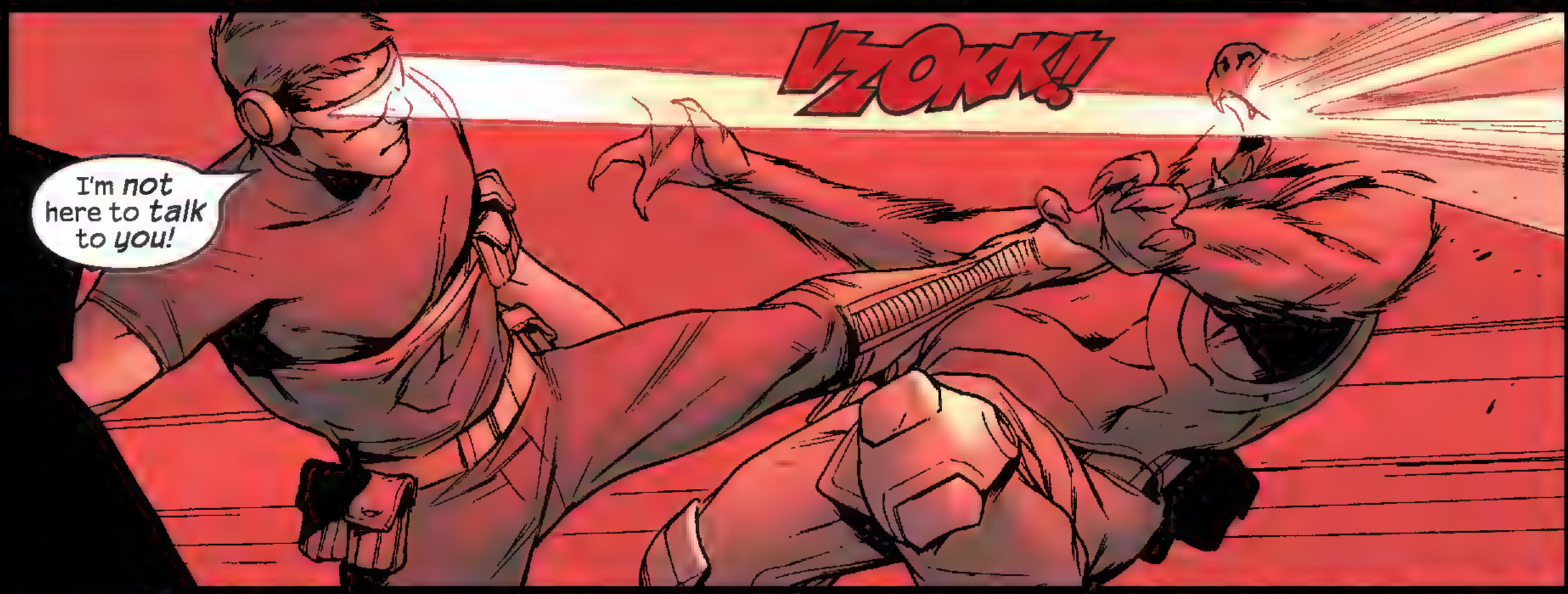
ZAPP!!
UFF!

It's raining $%#holes!

Exactly.
Thanks, Storm. Hang in there--this will be over soon.
THUP

Y'know--I never told you...but I always really hated you!

KRAK!


I'm not here to talk to you!
VZOKK!!

Traitor!
You know what we're fighting for here!
KRAKK!

Yeah, Cable--that's why I'm fighting--
You know what my favorite part about all this is, Bishop?
When all this is over--when I've completed my mission and you're battered and beaten--I'll be back home--

--and you'll be stuck here!
In this time!

NO!
My chronal displacer--
Damn it!
WROKK!

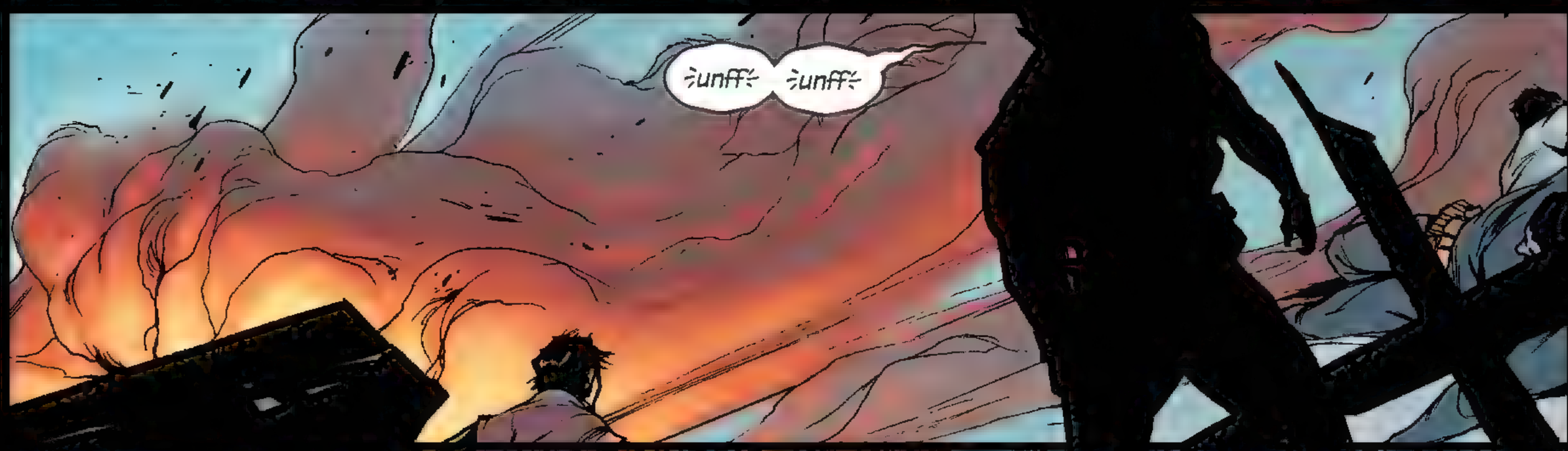
And I thought you were all out of fight, old man!

Kill you--!

X-MEN--
GO LIMP!

Oh, hell!

KRAKKA-BA-SHOOM!!
KRAKOOM-OOOM!!


unff
unff

CABLE!
Go get him, Slim--get Jeanie home *safe*.
cough!
cough!

HAMMER--!!
We've got to get him to a *med center*-- I think his *spine* is broken!
I'm-- *koff*-- on it.

I'll *kill*--!!
No! You can't even *stand!* It's over for us.
Cable doesn't pay us enough for this--he's on his *own*. Just--help me get Hammer into the portal before it closes.
My *God*-- this is *all* my fault...

Stop!
Not.
One.
More.
Step.
You still got a death wish, huh?

Should have taken you out long ago.

THRUNK!

That visor saved your life.
Pity.

NO!
I WON'T LET YOU WIN!
ZAPOW!

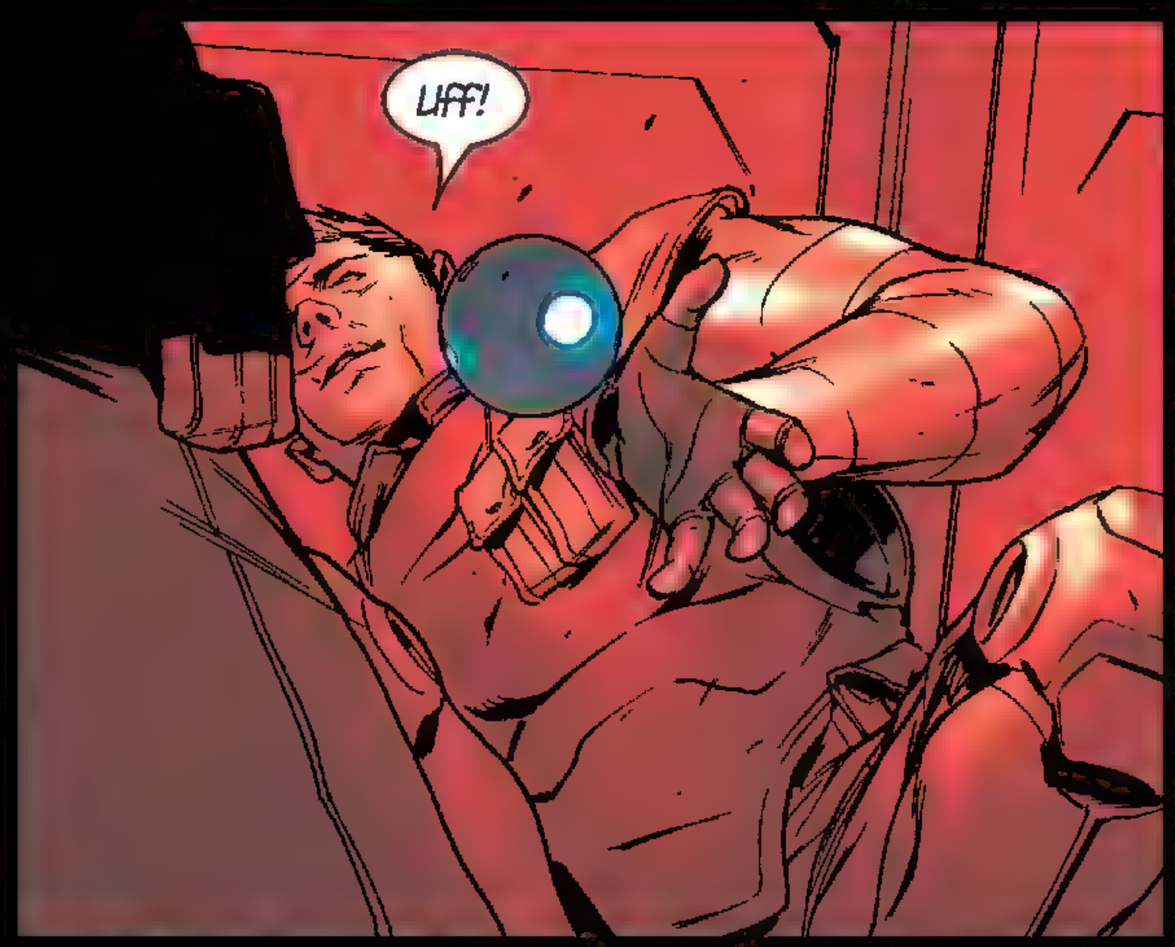
Not enough, boy.

I'M JUST GETTING STARTED!

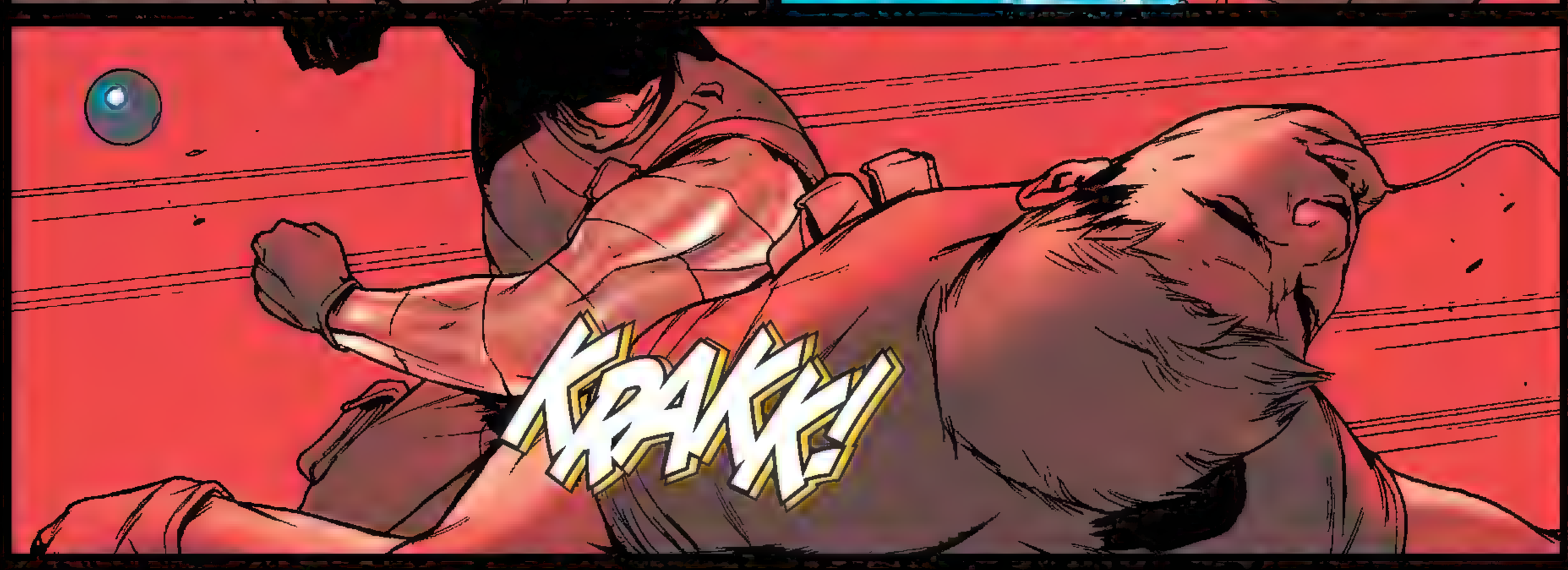
=umph!=
IZZAPP!!
IZZAPP!!
IZZAPP!!

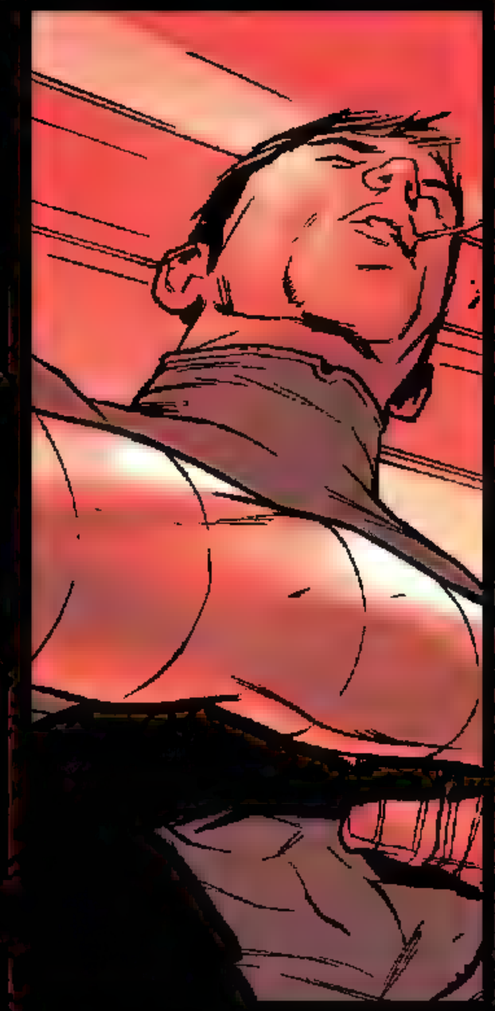
IZZAPP!!
SLASSH!!
IZZAPP!!
WROK!
IZZAPP!!

AARGH!
WRAMM!


Uff!

Nnngg!!
EEEEEEEEEEE!!


KRAK!



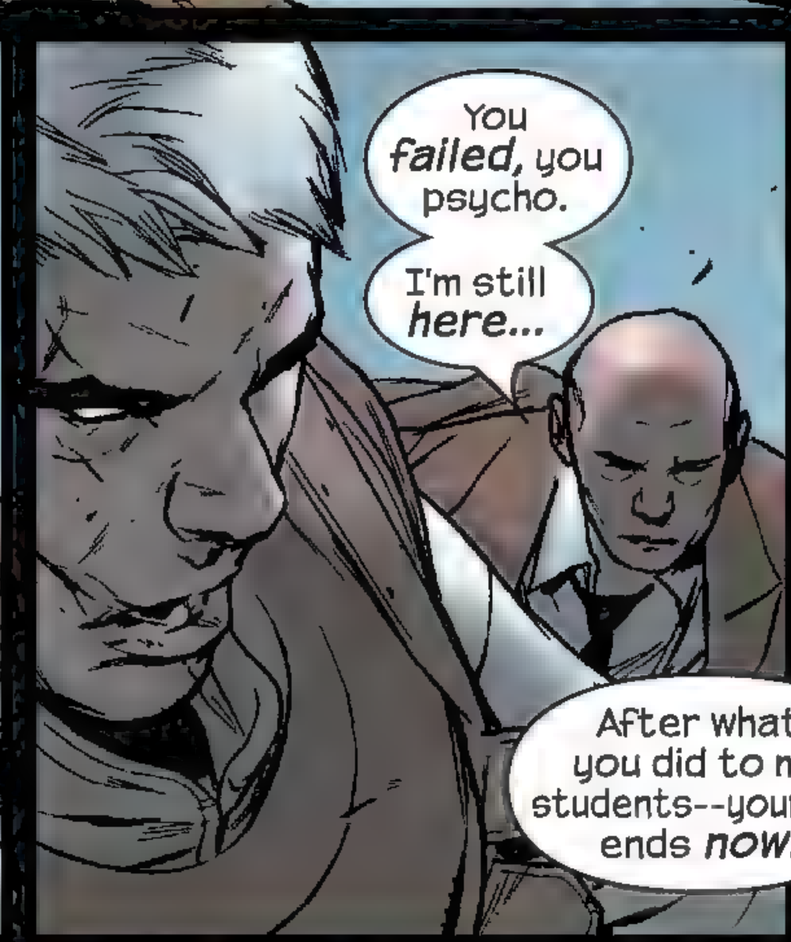
=hukk!=
...finish this.
CABLE!!
I'm here!

You're much *bolder* than I remember.

KROOM!!

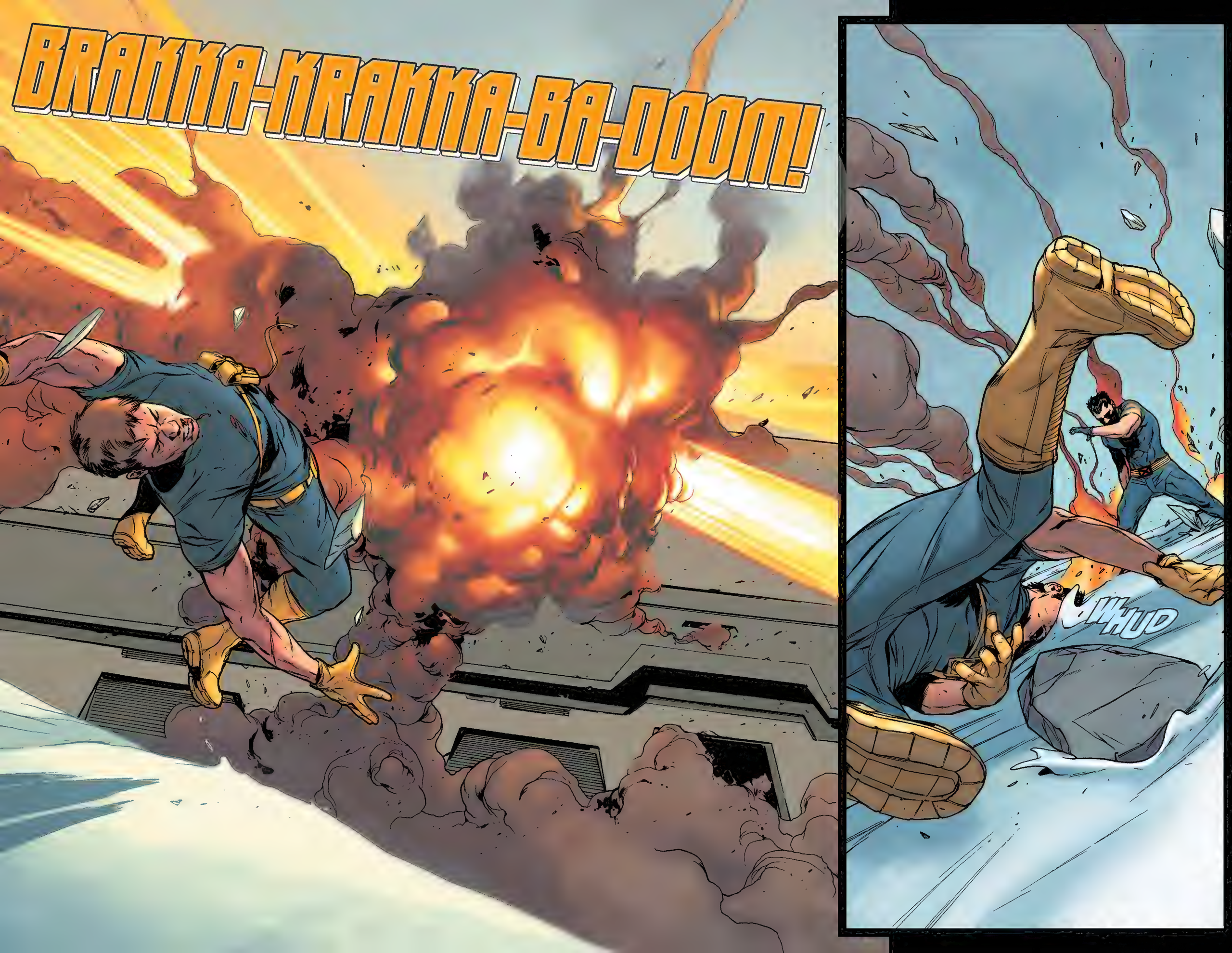
Ungh.

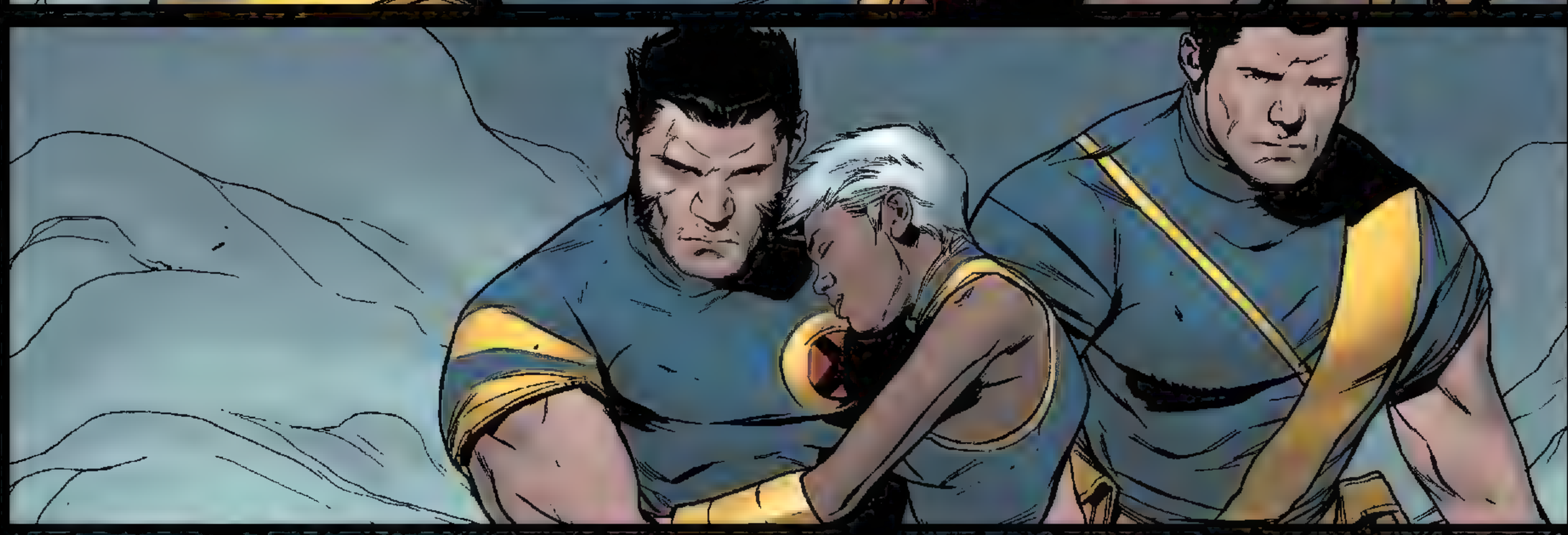
It's *done*...
=unff=
It's *over*.

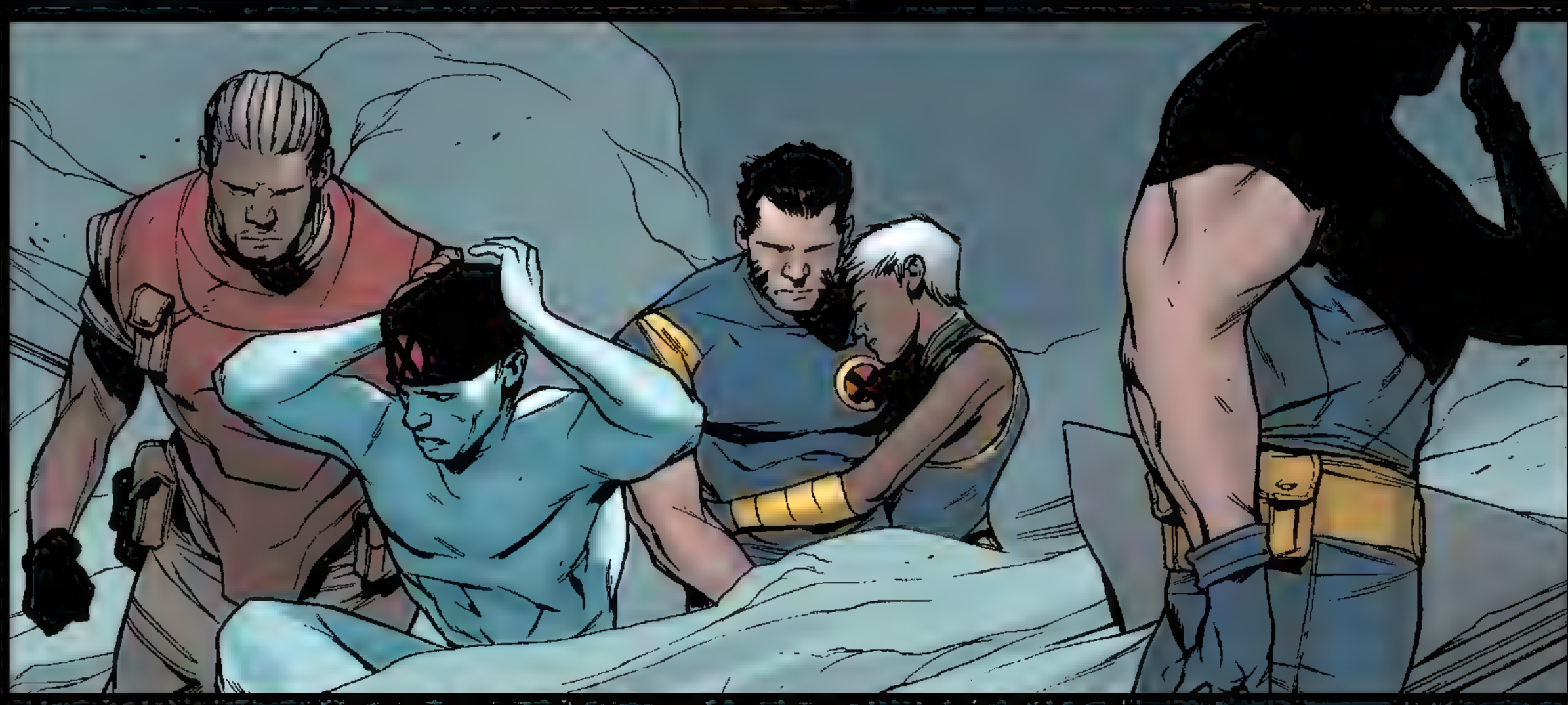

You *failed*, you psycho.
I'm still *here*...

After what you did to my students--your life ends *now*.

Mission--*ungh*--*not* over...
Didn't--*fail*--
Scott--
OUT! GET OUT!


BRAKKA-KRAKKA-BA-DOOM!
HUD

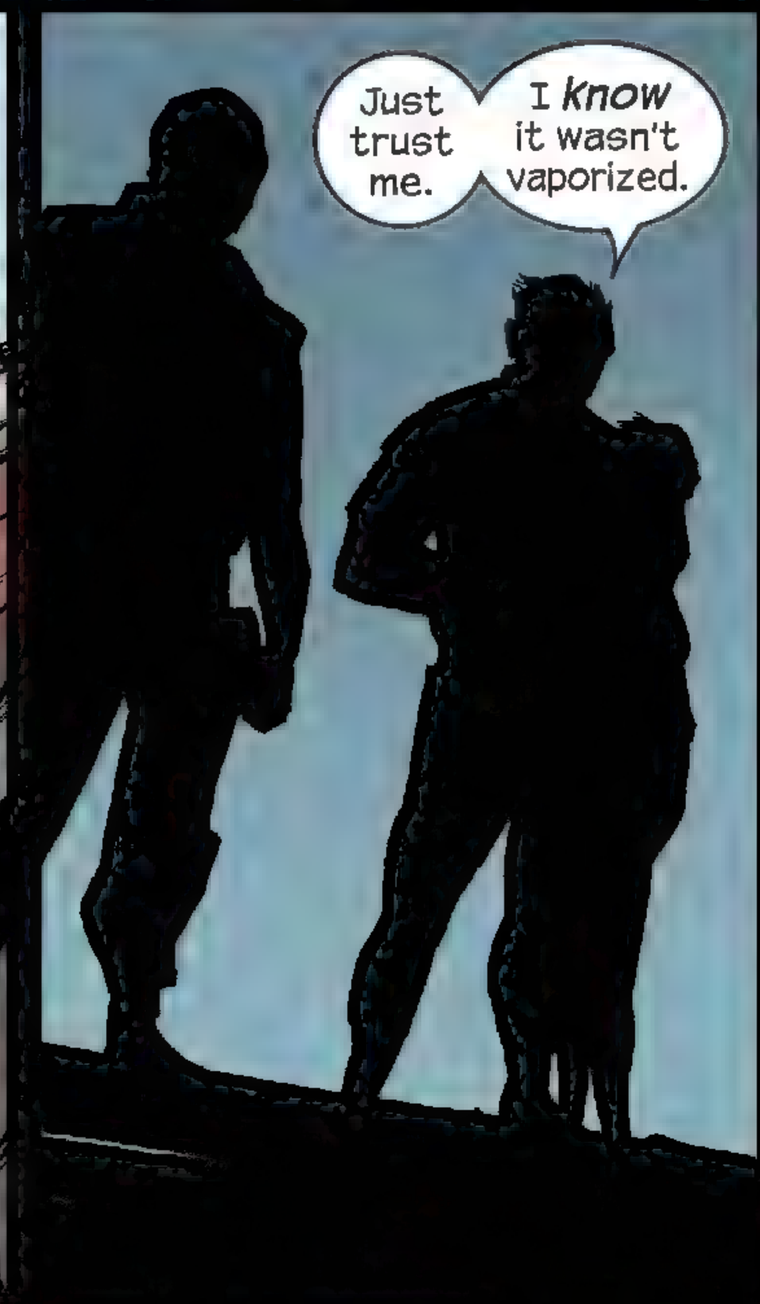


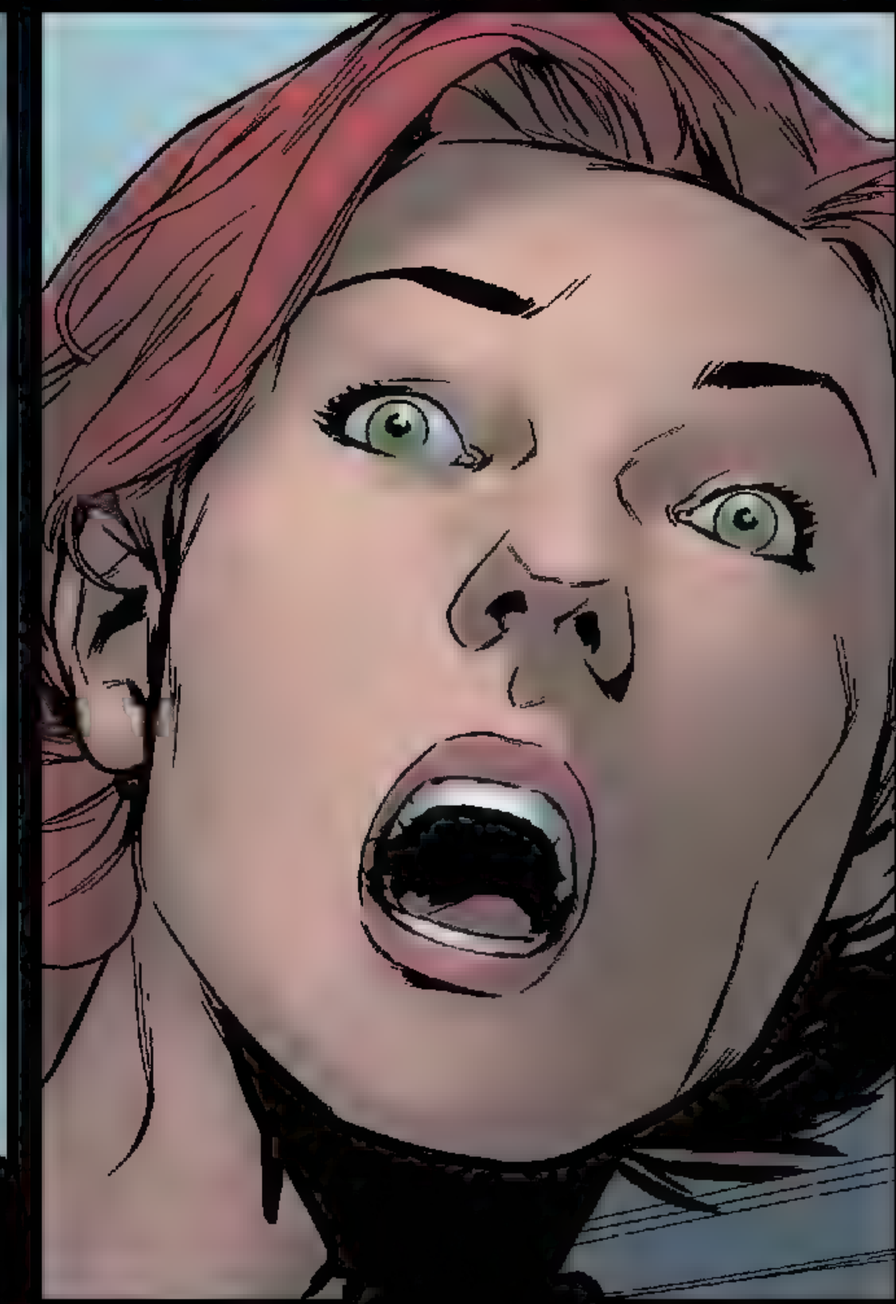


WOOSHOOM-!
Hello?!
Professor? Scott?
Anyone?
What happened?!

If this--if this is the Professor--and Cable did this--where's *his* body?
Maybe it was vaporized--if he was at the center of the blast.
No. He teleported away before the blast. Had to. His body ain't *here.*

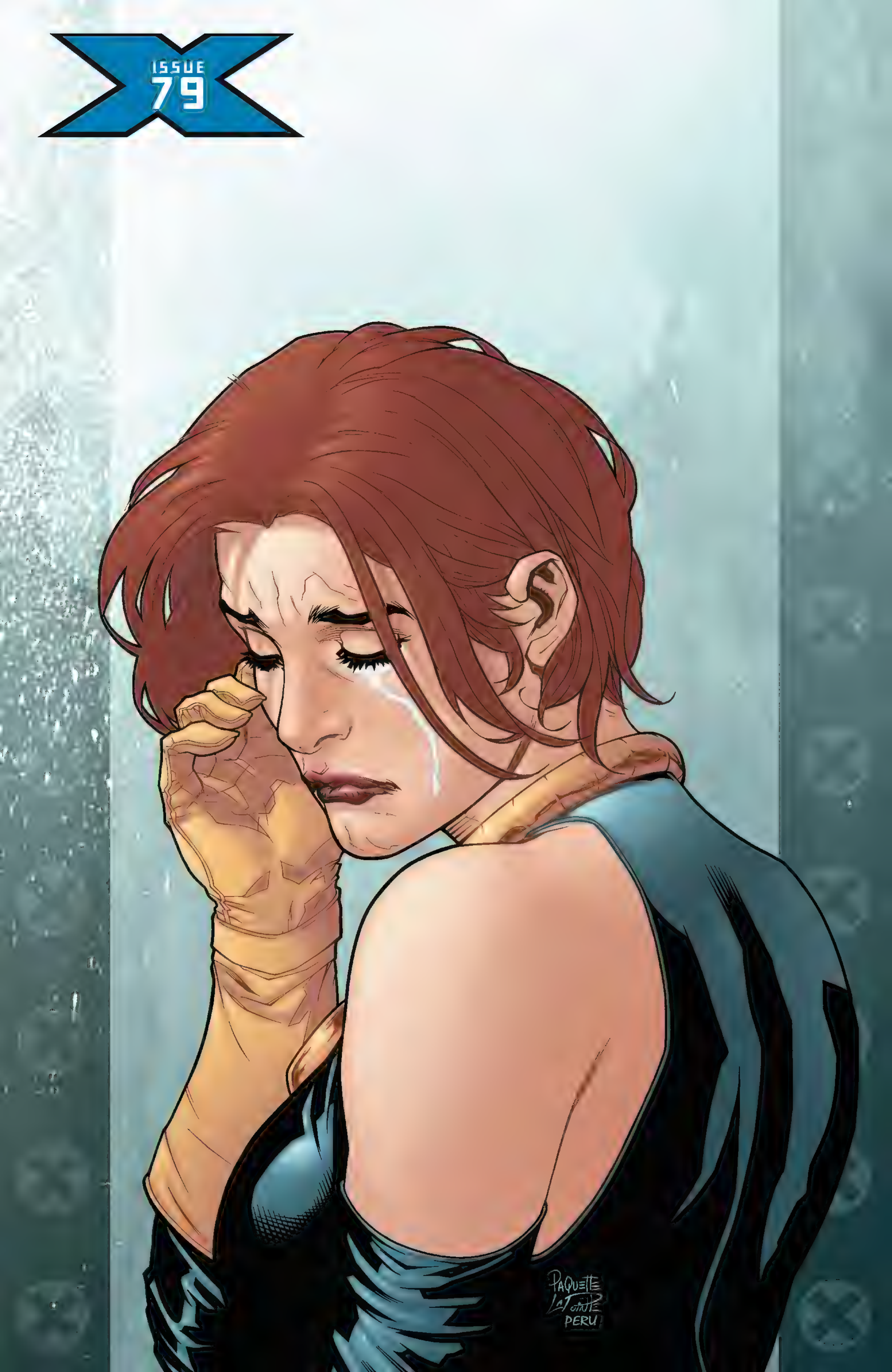
What makes you so *sure?*


Just trust me.
I *know* it wasn't vaporized.



Jean...
I'm sorry, he--
There wasn't anything I could *do,* Jean.

No... please, *no.*
He can't be *dead...*
He just *can't be.*
No.


ISSUE
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PAQUETTE
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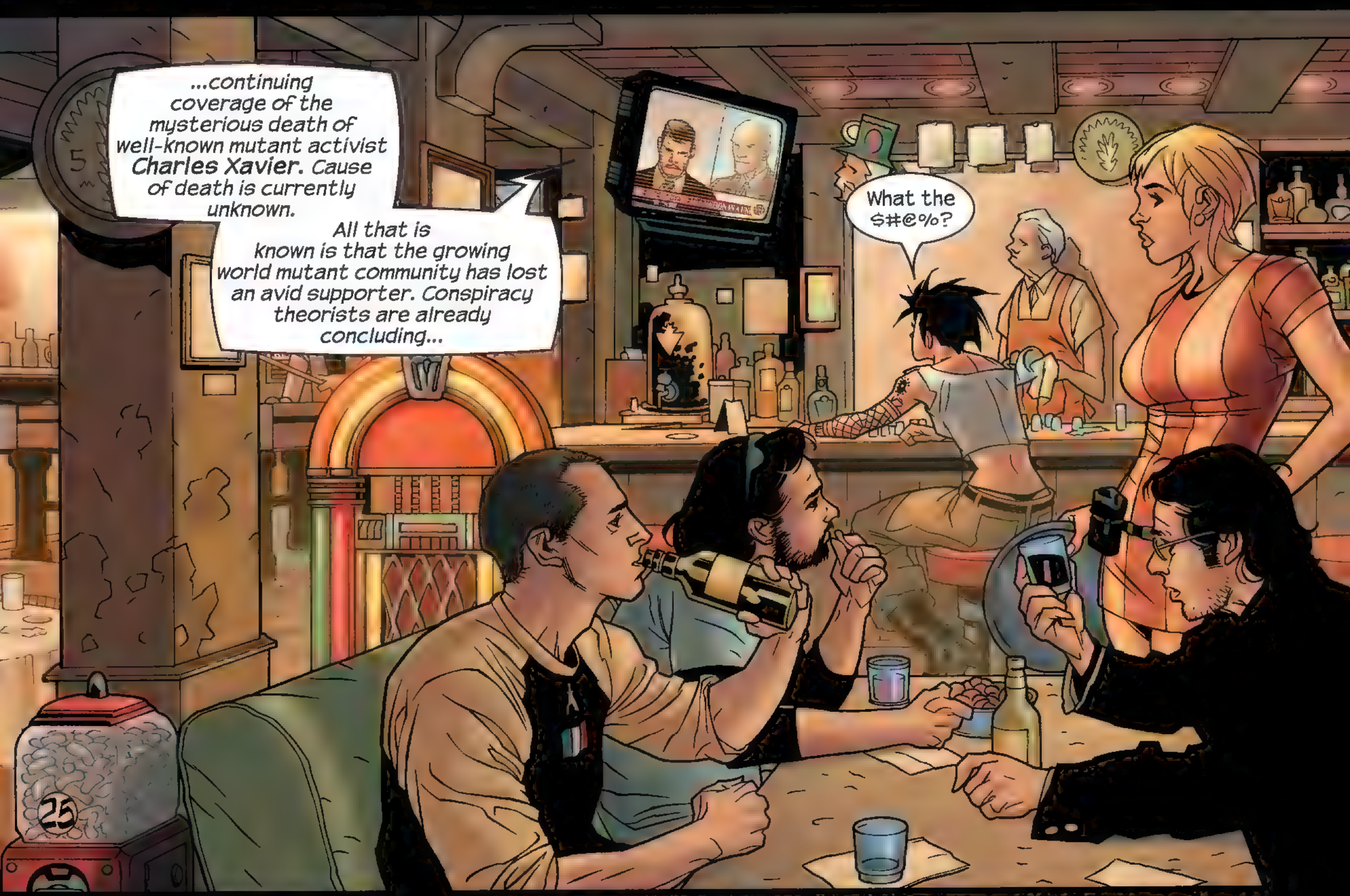
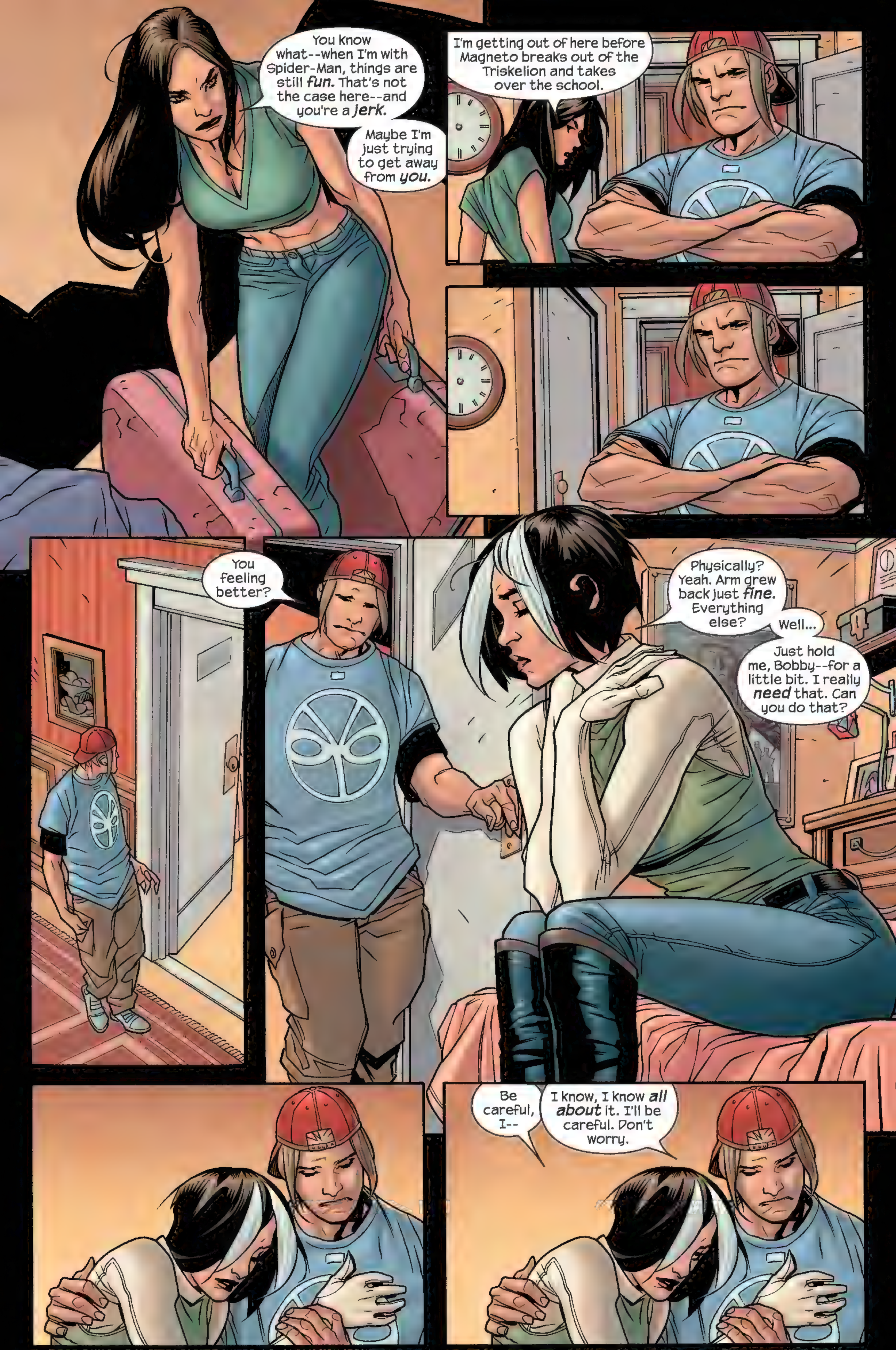
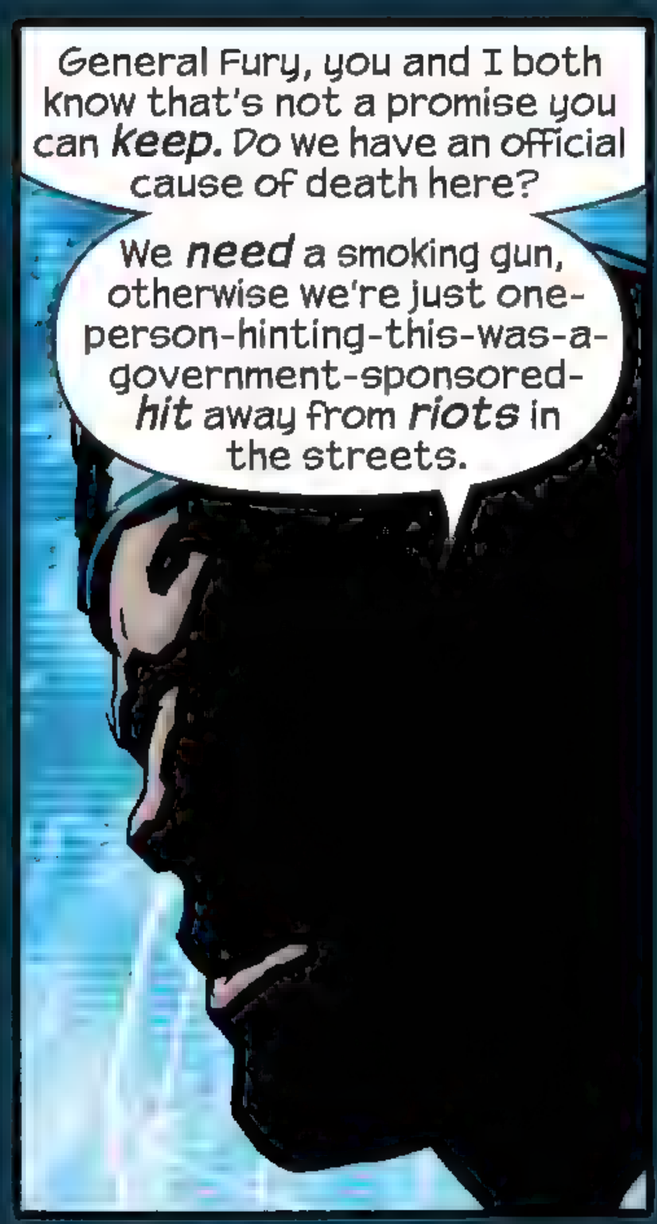


AFTERMATH Part 1

Hey, Kitty... uh.
So... you're really leaving?
Yeah. I just can't be here any more, not today for sure--not after what happened.
I just can't do it.
I'm a kid--really, I mean--I'm just a kid. I shouldn't have to deal with any of this.
What are you talking about? You used to love this stuff. Nobody was more excited to join the team than you were.
Maybe I've grown up a little. Matured. You should try it some time, Bobby.
Yeah, I'll see what I can do.
But really, you think he'd approve of you running away like this? Think that's what he'd want from you now?
The Professor is dead, Bobby. I don't care what he'd want now. It doesn't matter any more.
And I'm not running and I'm not quitting because he died--at least that's not the only reason.
I came here to learn to use my powers. I did that. There's no point to staying here past that.
I'm not in danger of hurting myself now and I don't need to learn to use my powers better.
When I first came here--it was fun, yeah--but things change.
The fact that your mom lives closer to Spider-Man in Queens has nothing to do with this?


You know what--when I'm with Spider-Man, things are still *fun*. That's not the case here--and you're a *jerk*.
Maybe I'm just trying to get away from *you*.
I'm getting out of here before Magneto breaks out of the Triskelion and takes over the school.
You feeling better?
Physically? Yeah. Arm grew back just *fine*. Everything else?
Well...
Just hold me, Bobby--for a little bit. I really *need* that. Can you do that?
Be careful, I--
I know, I know *all about* it. I'll be careful. Don't worry.

White House Situation Room.
My team has completed an examination of the remains--it's him. Everything checks out--dental, DNA, *everything.*
Charles Xavier is *dead.*
Are we *truly* recognizing the gravity of this situation? Do we realize what could be ahead of us?
We could be looking at *World War Three,* here.
Now, I don't think we need to start preparing for the worst just yet, General. We can't let our lack of information feed our fears.
Mister President, with all due respect, we don't know *anything.* The best mode of action we can take is to assume the worst.
These mutants could rise up and take over the world. Xavier could have been the only thing keeping them in check.
I've been made aware of your suspicions of Charles Xavier. While we didn't always agree on things, I can assure you, I've never witnessed Charles to be any less than an honest citizen.
The belief that he could somehow be controlling his students, or *you,* Mister President, is frankly unfounded and *absurd.*
This is little more than a civil rights issue. The death of one man will *not* lead to World War Three .



No.

We're *not.*

The mutant population is still so *small* that this is a *non-issue.* A *mutant* killed Charles Xavier. The details are a bit sketchy but we can have a public version of events ready for broadcast by the evening news.

The days of the Sentinel program are *behind* us. There are a growing number of humans *supporting* the mutant cause. But we don't have anything to worry about as far as a massive revolt in the streets.

Charles Xavier's death should not affect the *Legacy Project* in any way.

I'll make sure of it.

The Xavier Institute for Gifted Children.

No big farewell for the Kitty Cat?

No, I kind of *prefer* it this way.

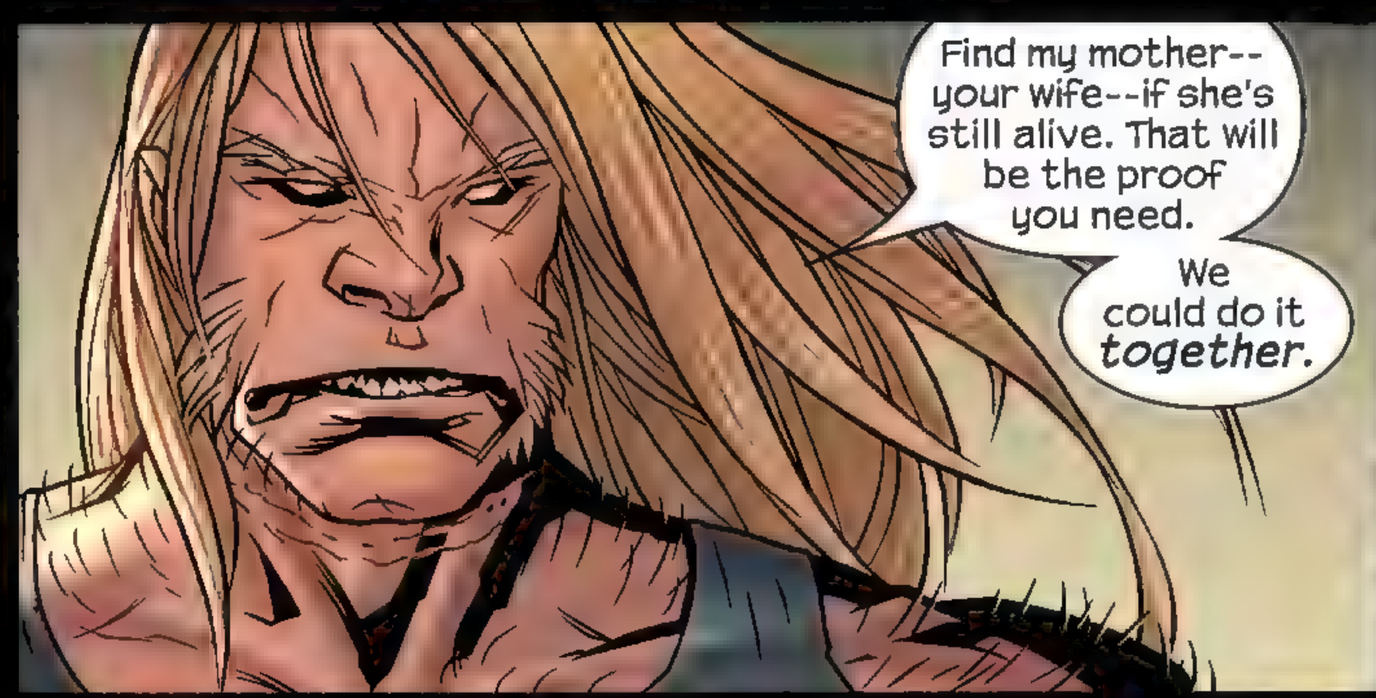
Thanks for driving me, Mister Westerfield.

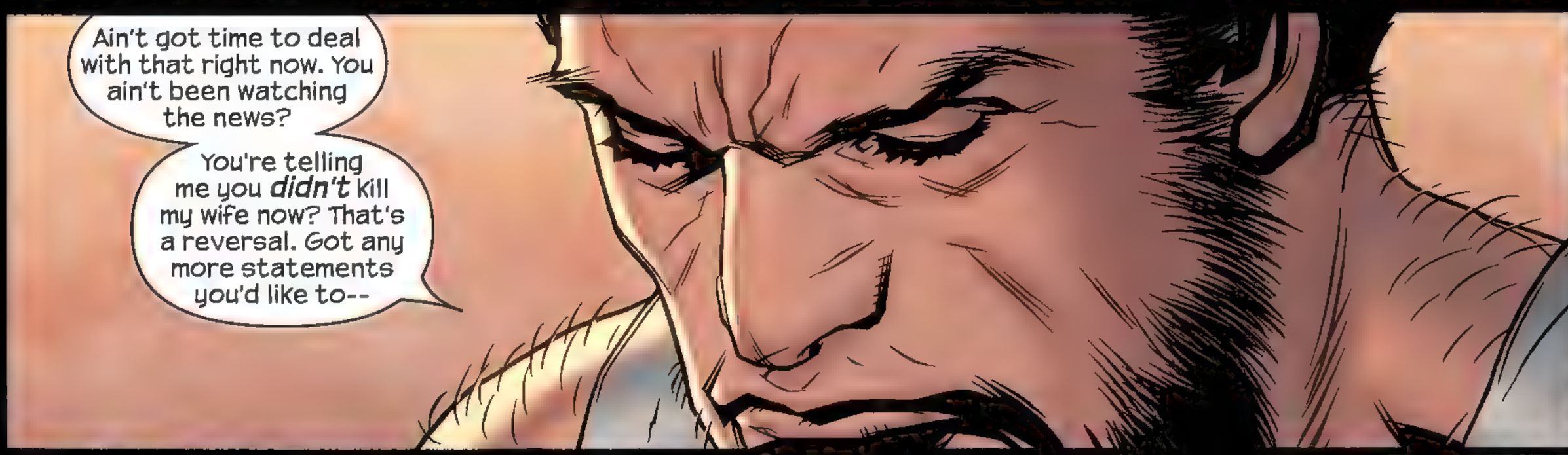
My pleasure.

I don't *believe* you.

I don't *care.*
What's true is *true.* I'm your *son.*

Right.
Why are you *here,* anyway? Gonna make me *gut you* for *good?*


Find my mother--your wife--if she's still alive. That will be the proof you need.
We could do it *together.*


Ain't got time to deal with that right now. You ain't been watching the news?
You're telling me you *didn't* kill my wife now? That's a reversal. Got any more statements you'd like to--

SNIFF
SNIFF

I can't-- I just can't believe it.

He's actually *dead.*

He's gone.

I know, I'm...I'm sorry.

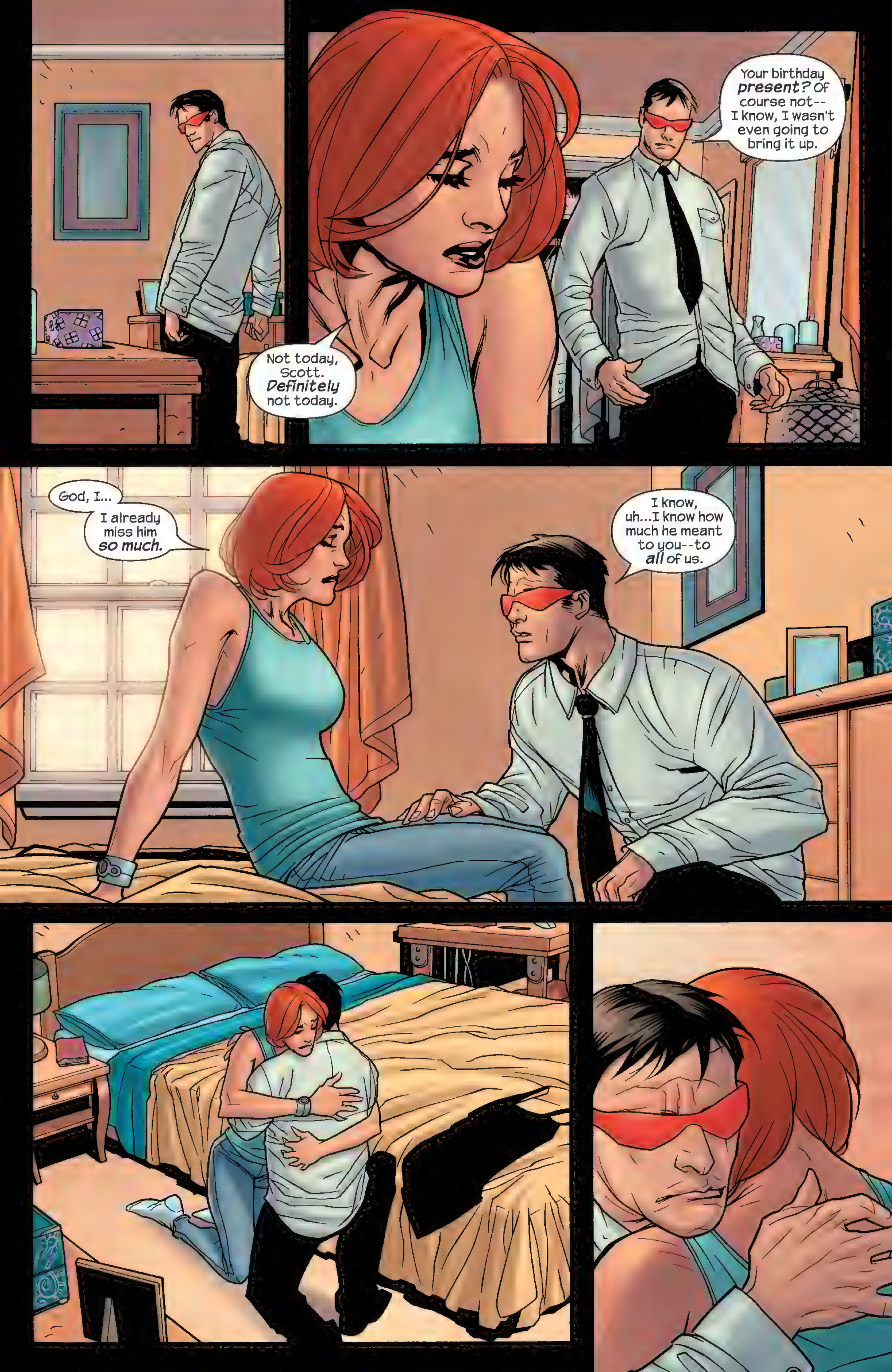
I--I miss him, *too.*

We need to get ready-- everyone will be arriving *soon.*

Ugh--this is just *too much.* Why does this have to be such a big event? I just--it's too much, too soon.

There's so much to do...I still have to learn to maintain the Professor's psychic blocks on Kurt before he wakes up. Who knows how long those will last with Kurt constantly fighting them?

I don't-- I don't know how we're going to do all this without him.


Not today, Scott. *Definitely* not today.
Your birthday *present?* Of course not--I know, I wasn't even going to bring it up.
God, I...
I already miss him *so much.*
I know, uh...I know how much he meant to you--to *all* of us.

That's very **sweet** of you to say. No, really. It means a lot to me that you're here for me.

I--I don't know if I'd be handling things ***this*** well without you, Jean-Paul.

So you're going to take me up on my ***offer?***

I swear Ms. Frost wouldn't even ***notice*** if you stayed with me for a while. It'd be ***so much fun.***

That's not what I was saying, no.

But I am still thinking about it. I just don't want the people here to think I'm abandoning them at such a horrible time.

They've got a lot to deal with, Peter--they don't need you hanging around, ***hunking up*** the place.

Don't upset me.

I will think about it.

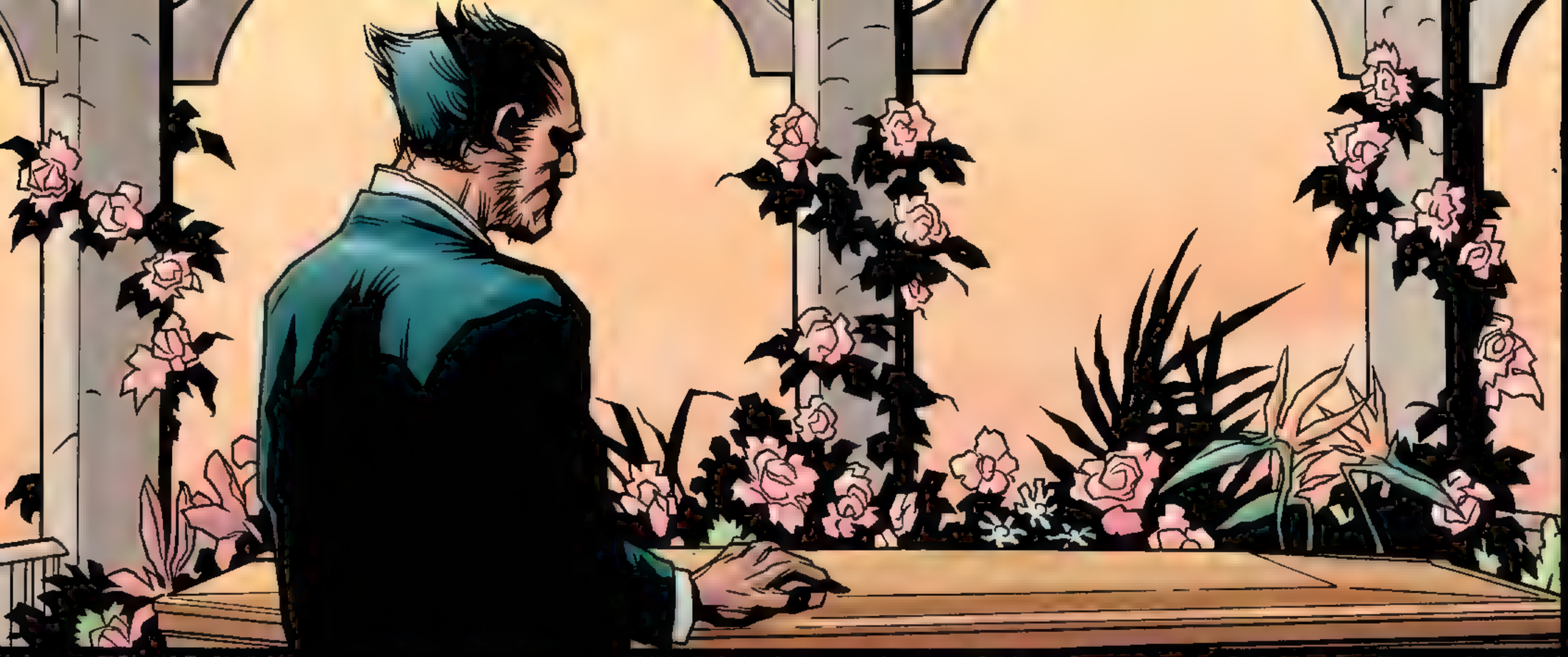
You know I ***want*** to. I've got to go...the service will be starting soon.

*You're right--I should probably get a move on, myself. I'll see you **soon.***

She gone?
Kitty, yeah. Left everything she didn't *want*--I had piles of old magazines and junk mail, trash--you name it. This room was a *mess*.
You look *nice*.
Yeah, got all dressed up so we can bury the most important person in our lives. Why can't we all just curl up in bed and *cry* for a few days?
It's a respect thing.
Well, it looks like you respected the Professor a great deal. You're not looking too shabby yourself.
Thanks. What's this you got here?
THE SHADOW KING
BY ORORO MUNROE
"The Shadow King"? What kind of name is *that* for a play?
Stop! That's *private*--don't look at that.
Sorry, I--I'm just upset. It's not done yet--I don't like people reading it when it's not done. Didn't mean to snap at you like that.
I've handled worse, darlin'. C'mon--let's get out there.

Lilandra Neramani?
Yes?
I just wanted to introduce myself. I'm Moira McTaggert--I was married to Charles. We had a child together.
Yes, Charles spoke of you. It's nice to finally meet you...I just...
I wish it were under different circumstances.
I spoke to Charles briefly a number of days ago. He told me he'd been seeing you.
He seemed happy. Happier than I'd heard him in a while.
I just wanted to thank you for that. I find it comforting to know that in the end at least...he was happy.
Thank you for saying that. It--it was good meeting you, Moira.

We never would have been able to stop the alien Gah Lak Tus without his help.
Everyone here would be *dead* without him.
It's terrible, Reed. Just *terrible.*
I should have stopped this...
...I *failed.*
There was nothing you could do. Do not blame yourself for this, Bishop.
Jean-Paul, you made it.
I made good time. Ms. Frost and the others were at the airport this afternoon. Looks like I beat them here.
Only by a few minutes, it seems.
You children find us seats. I'm going to go pay my respects.
I'm sorry this happened, Scott. I know how much you thought of the Professor. He didn't deserve this.
Thanks, Alex.



I need you to *kill* him before he converts any *other* young mutants to his naïve, integrationist ideals.

Charles Xavier, huh? He's the one behind this new mutant strike team that's all over TV?
Sure, I can take him out.

It's *over,* bub.

÷Sigh÷
Mission accomplished.

We are gathered here today to grieve the passing of Professor Charles Xavier...

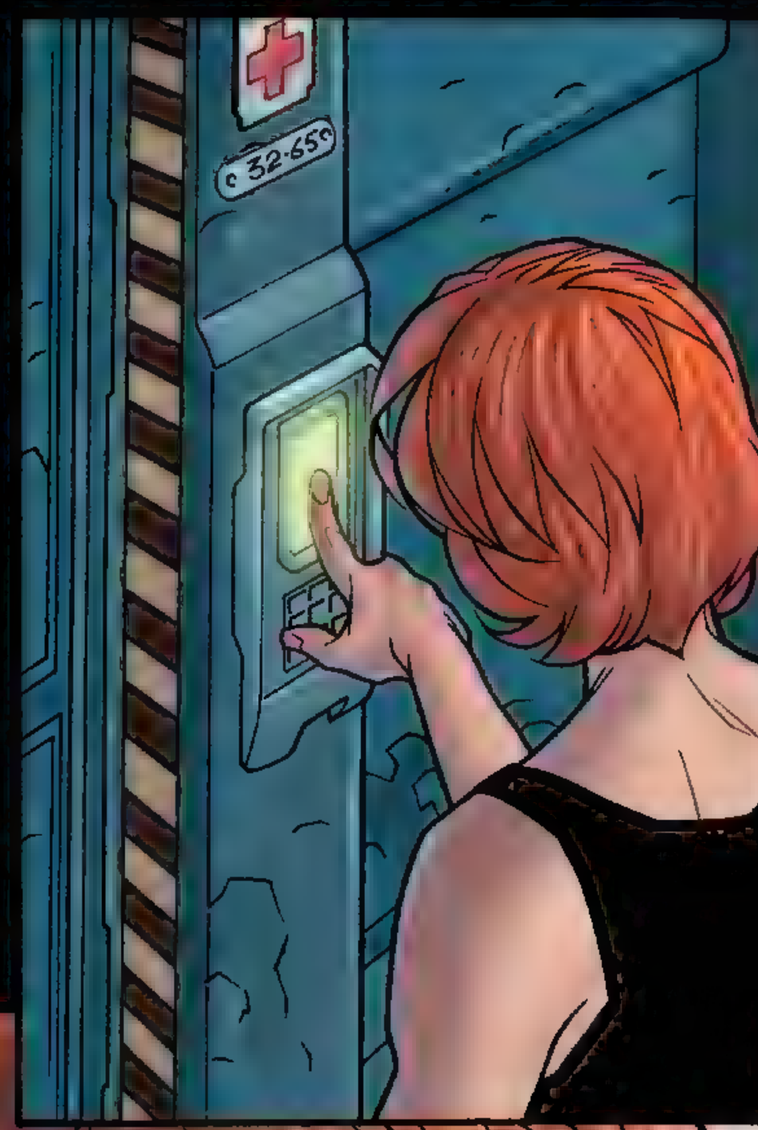
It was a lovely service.

It *was*... thank you for coming, Ms. Frost. I think he would have liked that.

Good-bye.

You going to bed yet? I think I'm going to be turning in *early* tonight.

No, I've got too many things to do. Sorry. I'll see you in the morning, Scott.



Okay, Kurt-- let's see what we can do about keeping you in your--

--trance?
...

Somewhere else.

What is it, Forge?

I'm sorry to interrupt, sir... but we've received news from the outside world.

There's something I felt you should be made aware of right away.

What is it?

He's dead... I can't believe it.

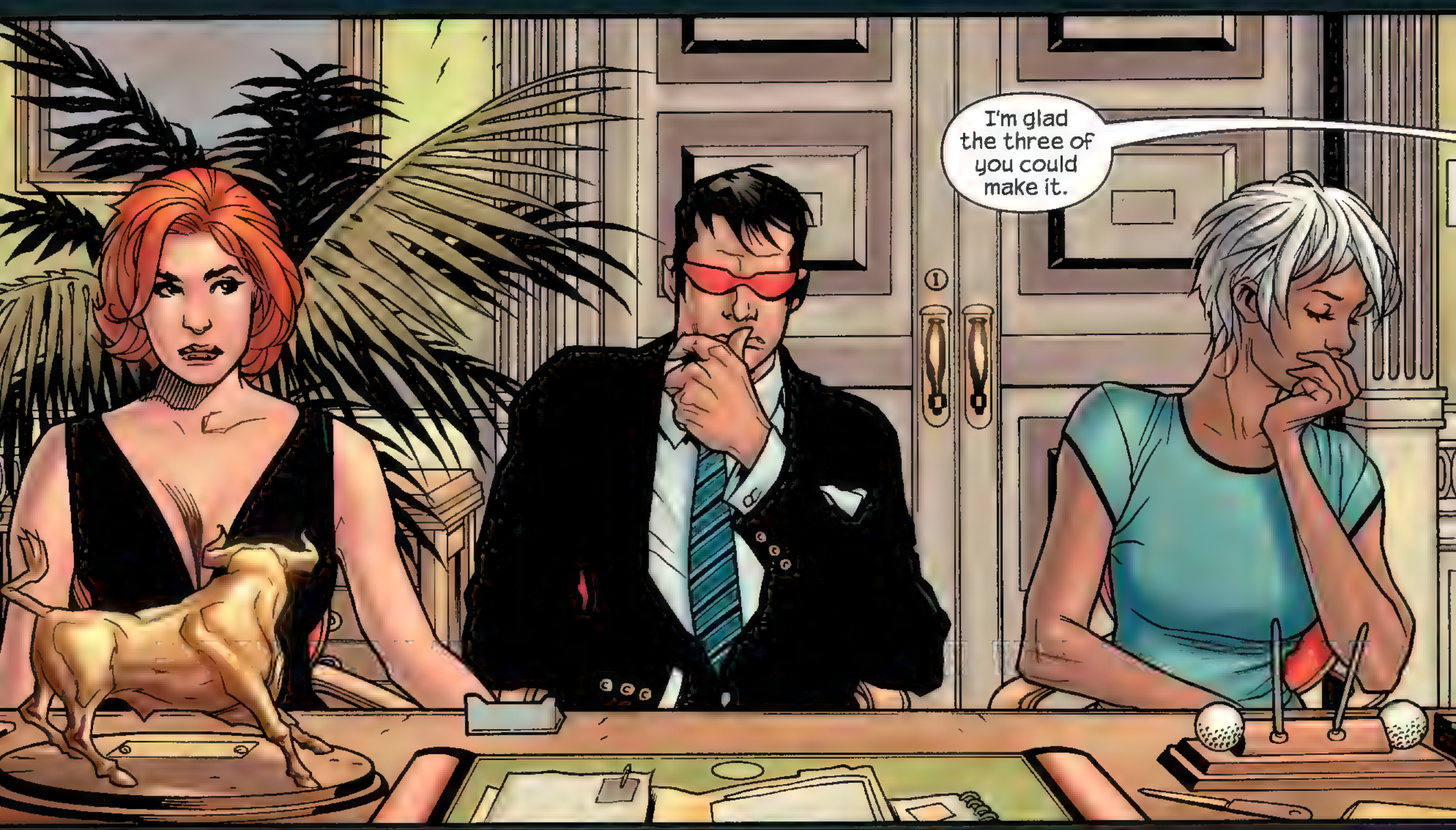
Charles Xavier is *dead.*

What does that mean? Do we continue things here?

Of *course* we do. This changes *nothing.*

If anything, this makes what we're doing *infinitely more important.*
Now *leave* me. *All of you.*
I have an adversary's *death* to *enjoy...*

ISSUE
80
PAQUETTE
LATOUR
PERU



AFTERMATH Part 2

As I've told you, the entirety of the Xavier estate has been passed on to you. The Mansion, the few other real estate holdings in his possession, and what little liquid assets he had--will all be under the joint control of the three of you.

I'm told the Mansion houses some type of school--that is now *yours*. But it looks like the liquid assets would only cover the operating expenses for around *three months*.

I know this is none of my business, but I would recommend selling off the school and all the property. Otherwise you'd--

No.

Chicago, Illinois.
Academy Of Tomorrow.
Emma Frost's School.

You *came!* Oh, man--I'm so glad you decided to come.

Yeah, like this is such a surprise. You *knew* I couldn't resist.

I missed you *so* much.

Jean-Paul--you just saw me *two days* ago, we--

I missed you, *too.*

Is everything *okay?* How are you dealing with... y'know?

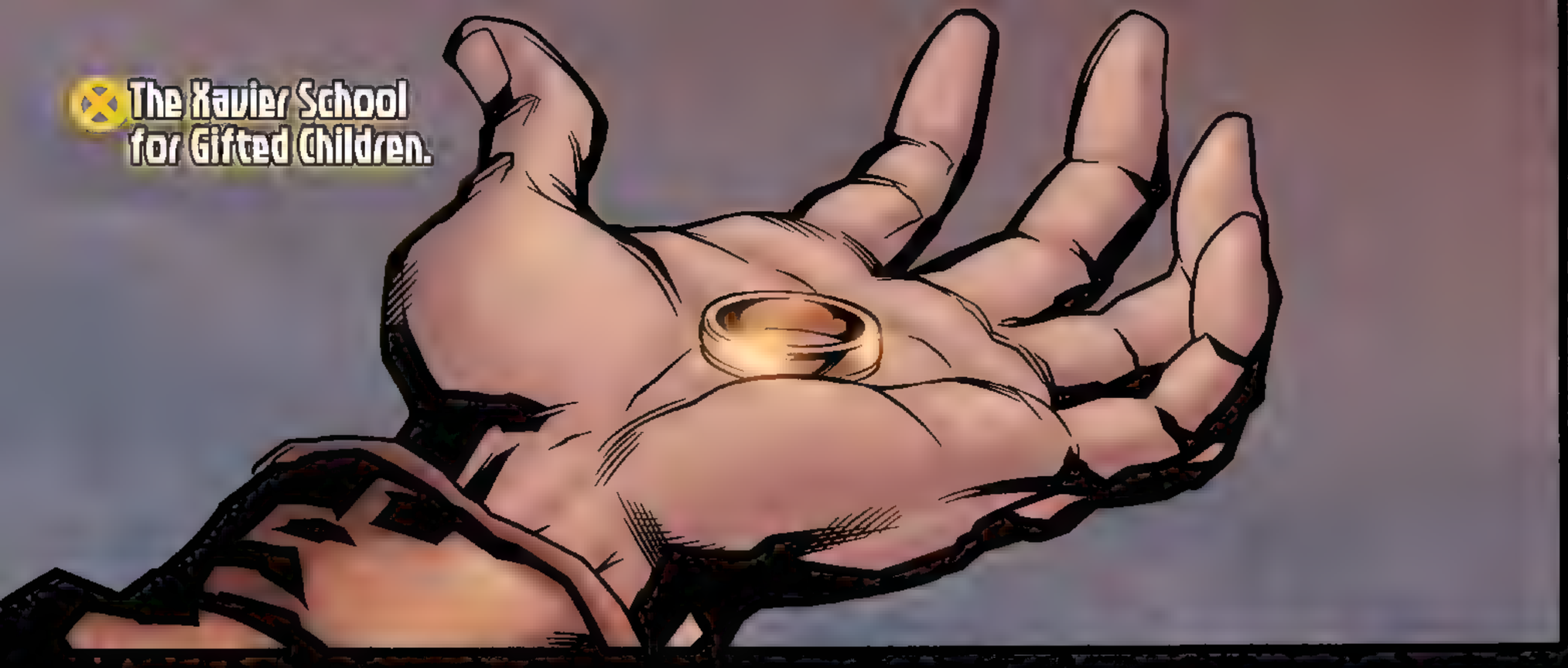
I am fine. I'm Russian--we're *strong.* I'll be *fine.* Death is not unfamiliar to me. I just needed to get away from that place. You were *right.*

Too many memories.

How long will you be staying?

Who says I intend to *leave?*

The Xavier School for Gifted Children.



It's just a bit *much* for me--that's all I'm saying. It's a *lot* of responsibility. It's not something I want to do with my life, y'know?

It's just not *me.*

We'll discuss this later.

Going somewhere, Wolverine?

Been putting some things off for a while now. Figured now was as good a time as any to take care of 'em.

With Chuck gone...it's just not the same around here. You kids can get along without me.

First Colossus and now *you?* We're going to have a lot of open rooms if things keep going like *this.*

You need some *company?*

As much as I'd like to have you along, 'Ro--this is something I'm gonna have to handle on my *own.*

Thanks, though.

If something comes up--you know where to *find* me.

Okay, we'll continue this discussion later. I've called a meeting with Lilandra from the Church of Shi'Ar Enlightenment...we're probably going to need to rest up for *that.*

I'll be in my room hiding under my bed--*crap*--you'll be able to *find* me now.

I look forward to it.

Jean?
What is it, Scott? I was kinda wanting to take a nice long bath--wash the *lawyer* off before the creepy religion woman dangles the money carrot in front of us.
Bubble bath?
Alone.
Oh, well...I know there's never going to be a *"right"* time, not for a while at least...but I was thinking--
Your gift?
I can't marry you, Scott.
I'm *psychic,* Scott. I haven't been surprised by a gift since I was *thirteen* years old.
It's not that I don't like you--I *love* you. It's not that I don't want to marry *you*--I don't want to marry *anyone.* I've got *enough* changes in my life right now.
I'm young--and there's a lot going on with me. *A lot.* It's just not the right time.
But *I love you.*
I know you knew. I just--I just needed an *answer.* I love you, Jean.
Bubble bath?
Sure, go get your *robe.*

I'm just saying, even though the Professor is *gone*--you can still learn to better control your powers. I see so much *potential* in you.

I don't want to see it go to *waste.*

Dude, my game--this is like--the *hardest* level. My concentration is *shot.*

Just hear me out, *Iceman*--you create *ice.* You do a lot of amazing things with *ice*--but *how* do you do that?

With minimal effort you are taking moisture out of the air and slowing water molecules down to make them *cold.*

What else can you *slow down?* There are some very *interesting* possibilities regarding your powers that I'd like to help you *explore.*

Oh yeah, Bishop? And I'd like to know how you kill this *boss* when all they give you on this level is a *freakin' pistol.*

Look--you get me a *strategy guide* next time you go out--and I'll listen to *whatever* you have to *say.*

I wish--you--*ugh.* Your future self *must* have blocked out all memories of his adolescence.

I'm late for an appointment *anyway.*

Did you understand a *word* of what he was talking about, Rogue?

I wasn't *listening.* I'm having too much fun watching you play this game *worse* than I ever have.

New York City.

BA-DOOM!!

LET'S SEE YOU SPREAD YOUR MUTANT-HATING PROPAGANDA NOW, YOU FASCISTS!!

XAVIER LIVES ON!!

WCB 5 CHANNEL 3

I want to see this mutant freak's *brains* on the pavement before he's got time to *blink!*

The cops'll be here any minute-- I don't want them getting in the way.

We could shoot him from here-- before he even knows what hit him.

No--I want his blood on my *hands.*

Stop right there, freak!
WRAM!
I WON'T BE SILENCED!
The truth will get out!! Xavier was murdered!
The world will know!! The mutants will rise up and avenge their fallen leader!
Shut it, mutie!
KRAK!
FWOOSH!
NO!
WEEOOOWEEOO!!
Police--freeze!!
Make your choice, gene-joke! A cell or a coffin!
My vote's for the latter.

BAMF
I propose neither.
There's more of them!
OPEN FIRE!!
BLAM!
BLAM!
BAMF
BLAM!
BLAM!
BAMF
What you did was foolish. Charles Xavier is not one who should be defended. He practiced manipulation and--
You've been shot!
S'nothin'.

You're one of them--aren't you? You worked with Xavier before he--

I've been running with the *Morlocks*, but I'm sick of spending my time in the shadows--*hiding*. I want to be in the spotlight.

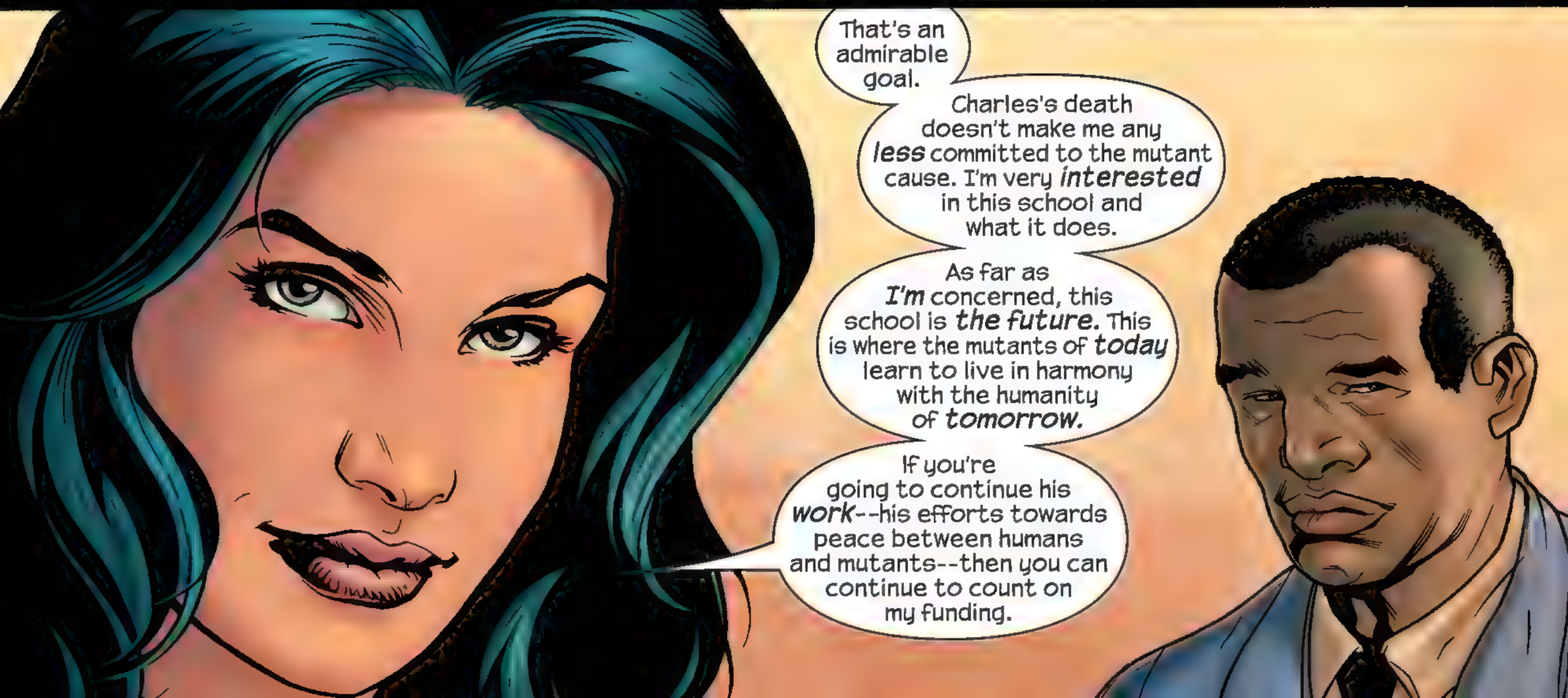
I want to be one of the *X-Men*.

The Xavier School for Gifted Children.

We don't know exactly what we're going to do, to be quite honest. This is all just a little *overwhelming.*

The Professor was a big part of *all* our lives, *Lilandra.*

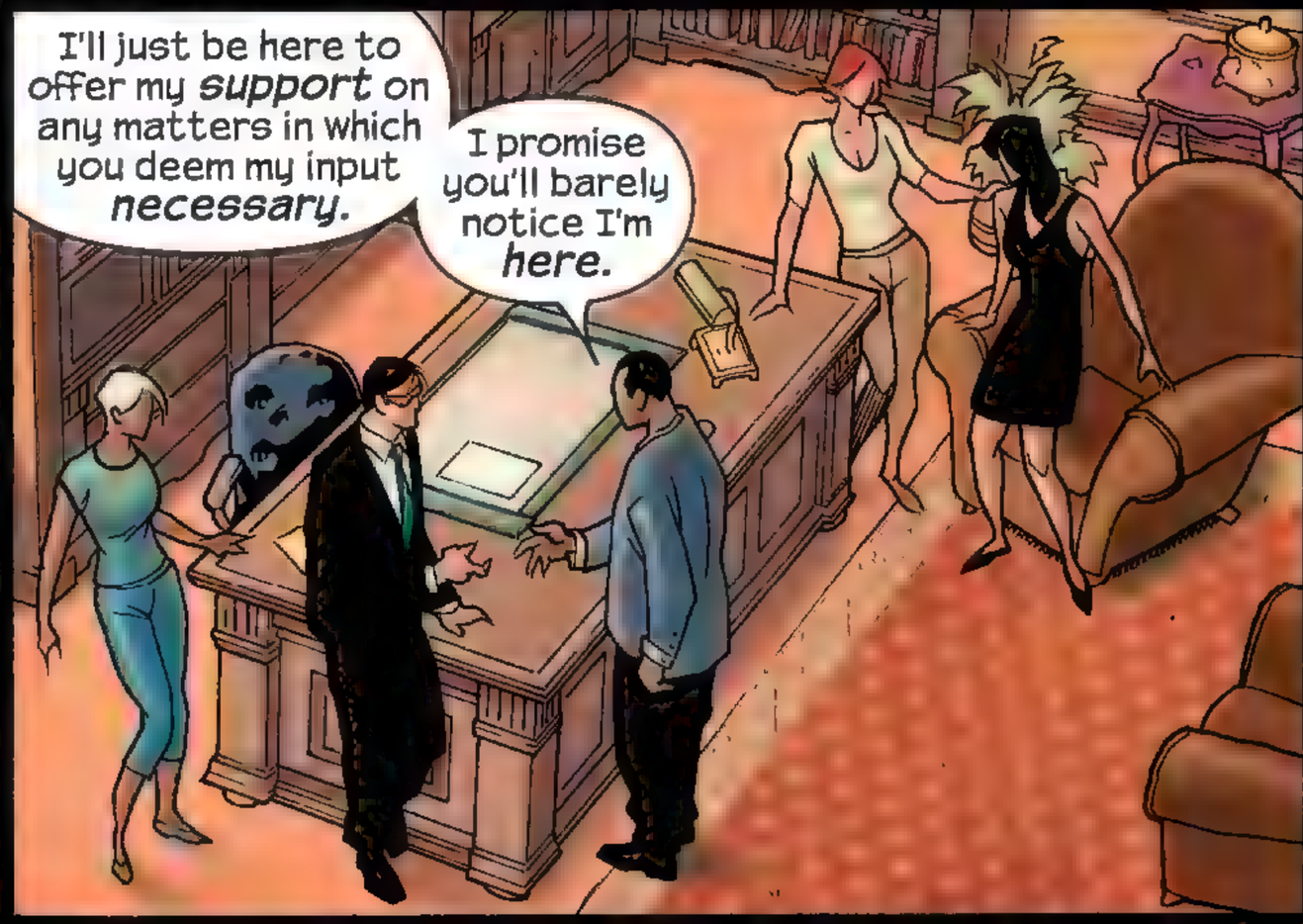
And why did you want to meet with me?



The continuation of Xavier's *dream* is first and foremost the thing that will be driving us *forward.*
I can't tell you how *relieved* we are to hear you say those words, Miss Neramani.
This means a lot to us.

There is a *condition* I need to go over with you. Since you are so young and the *majority* of you are still minors, I'm going to ask that my associate *Gerald Lavine* remain on-site as a liaison between my organization and the school...

If that's your *only* condition, then *yes.* We can allow *that.*
To be *honest,* I feel like we could use the *guidance.*


I'll just be here to offer my *support* on any matters in which you deem my input *necessary.*
I promise you'll barely notice I'm *here.*

I'm here with your best interests in mind.
Yes, sir. With this knowledge, I'm *sure* we can return the Hellfire Club to its former *glory.*

The Academy of Tomorrow.

Peter, *hey!* I didn't know you were coming for a visit.

Yes, Angel--Jean-Paul was kind enough to invite me over to help me get my mind off our terrible loss.

Yeah, uh...did the Professor ever *say* anything about me? Why I'm here? Anything like *that?*

The Professor never spoke of you since your expulsion from the school, but I'm sure he was happy you were able to enroll here.

I know he didn't harbor any ill will toward you.

Yeah...my expulsion...

Did *Alison* leave a forwarding address? I know she didn't stay at the school long--Bobby told me about it at the funeral. I was going to--look her up, y'know.

As far as I know, she *didn't.* Alison was only at the Mansion for less than a day before she left for good.

She didn't leave in a manner that would indicate she wished us to *find* her at a later date.

Oh, okay. Thanks.

Which one was *Alison?*

The one with the tattoos and the light powers--she went by *Dazzler.* She and Warren were an item just before she was injured and put in a coma.

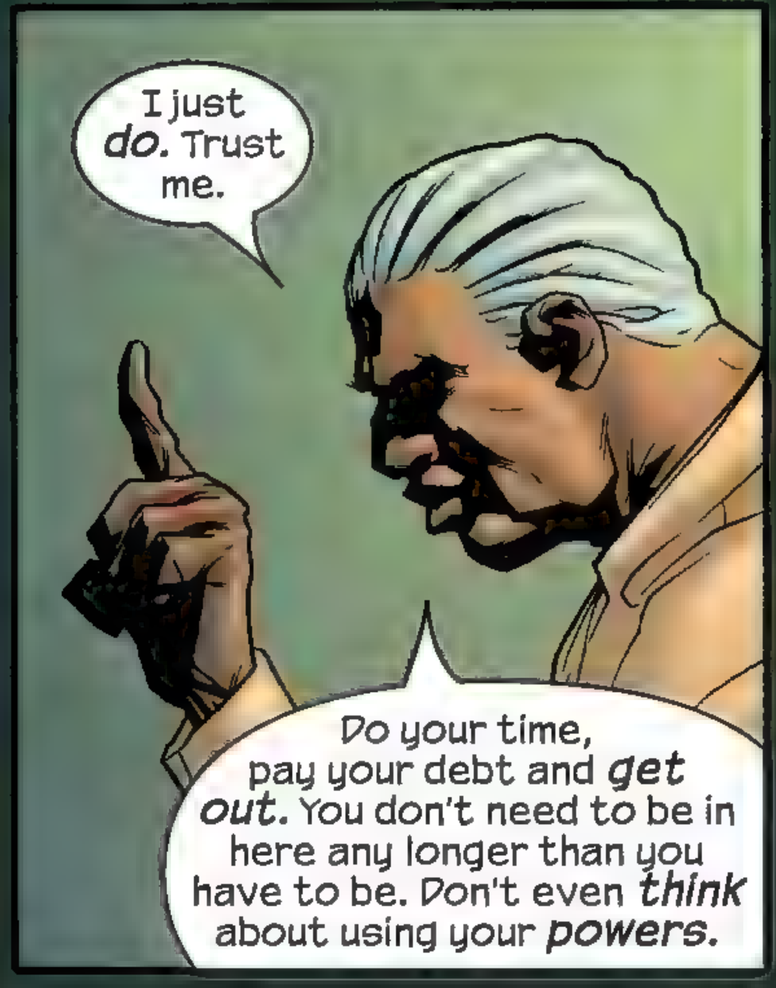
It's a wonder you X-Men ever got *anything* done with all the *hooking up* you guys do.

It's *ridiculous.*

NEW YORK STATE PRISON
Prisoner 104958, your guest is here. You've got ten minutes.
Who are you, old man?

I'm a ghost. I'm nobody important. I just wanted to deliver a *message.*
The things you're experiencing in here, the things you're going through, they're what you *need* to change. As strange as it sounds...this place is going to make you a *better* man.

Old man--what do you know about what it's like being up in here?


I just *do.* Trust me.
Do your time, pay your debt and *get out.* You don't need to be in here any longer than you have to be. Don't even *think* about using your *powers.*

Stay safe.
Uh...
Thanks.

The Xavier School for Gifted Children.

Dude, did you get me a strategy guide?
You're an embarrassment.
Storm.
Hey, Bishop.

Hey, everyone. I'm glad I caught you all in here-- I've got something I want to *say*.
Scott?
This is *important* to me. Please, just sit down, Jean.

As all of you know, Jean, Storm, and I have been left in charge of the school. As the team leader of the X-Men, I've been trying to shoulder the responsibilities left behind by the Professor.
I've been thinking a lot about his legacy and his dream and everything he stood for.

I've thought about what he tried to teach us, his efforts toward harboring a peace between humans and mutants and where he's gotten in the time he had...
...and I think the Professor was wrong.
Scott?
What are you talking about, son?
I don't think the best way to show people that we can coexist in peace is to have a mutant militia running around enforcing our own laws-- fighting in the streets for all to see.
I think there's a better way.
Cable said the Professor did something to affect the future--that he had to die to prevent it. I'm not saying Cable was right, far from it, but I look around us now-- and I don't see us living up to our potential.
We've got an opportunity here--the resources to become a safe haven for mutants across the world. Not to train them to fight in some ridiculous strike-team--but to train them to live in our world, peacefully and without fear.
We can teach them to use their powers for the betterment of all mankind--not as a means of self-defense.
We're going to make this place what it always should have been--a school.
Which is why, effective immediately...

I'M DISBANDING THE X-MEN.
We're going to have an open enrollment period--this is going to be a *school*. No X-Men, no jets, no trips across the world to fight God-knows-what.
A *school*. Nothing *more*. Nothing *less*.
A place for mutants to *learn*...a place of *peace*. You're all welcome to stay here--to help out. I'd love for you all to become teachers here...when you're *old* enough...when you're *ready*.
This is a *fine* idea *on paper*--but what about those who don't learn through *peace*? What about those who hate and fear you--the *evil* in this world?
What about the ones who *need* the X-Men to *protect* them?

I can't carry that burden. It's not my responsibility.

Have you lost your *mind?* You can't let things *end* with Xavier--you've got to defend *the dream!*

Can't you see?! Xavier is *gone*--the dream is *dead.* He's not coming *back!*
Listen, son--
We can't *do this* without *him.* It would be foolish to even *try!*

Trust me--I want to honor his *memory*--I want his dream to live on--and this is the best way for me to *do that!*
Bishop, if you want *X-Men...*

Go make your *own.*

The Future.

And the X-Men?

According to all reports from that timeline they are grieving the passing of their mentor.

Bishop currently resides with them, **trapped**, since you destroyed his timeslide device.

He will have no choice but to remain there, Cable.

Good--then everything is going according to plan.

Are you about through here?

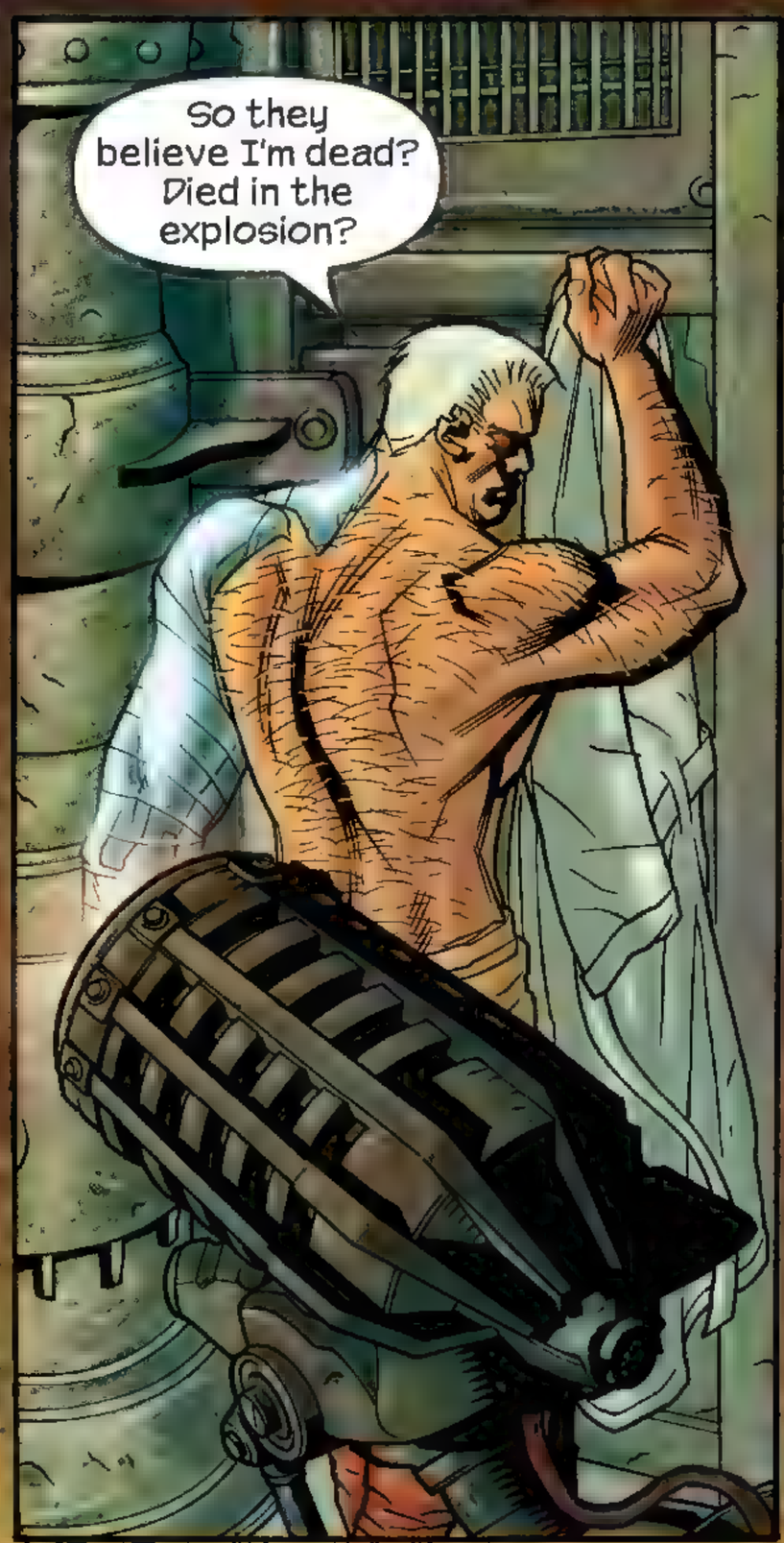
Yes--and your constant pestering **did**, in fact, cause me to speed up the process.

Bravo.

You're a *riot*, bub.

Nice work, feels as good as **new.**

*I'm glad you **approve** of my craftsmanship. Will you be needing anything else from me?*



Yes, sir.

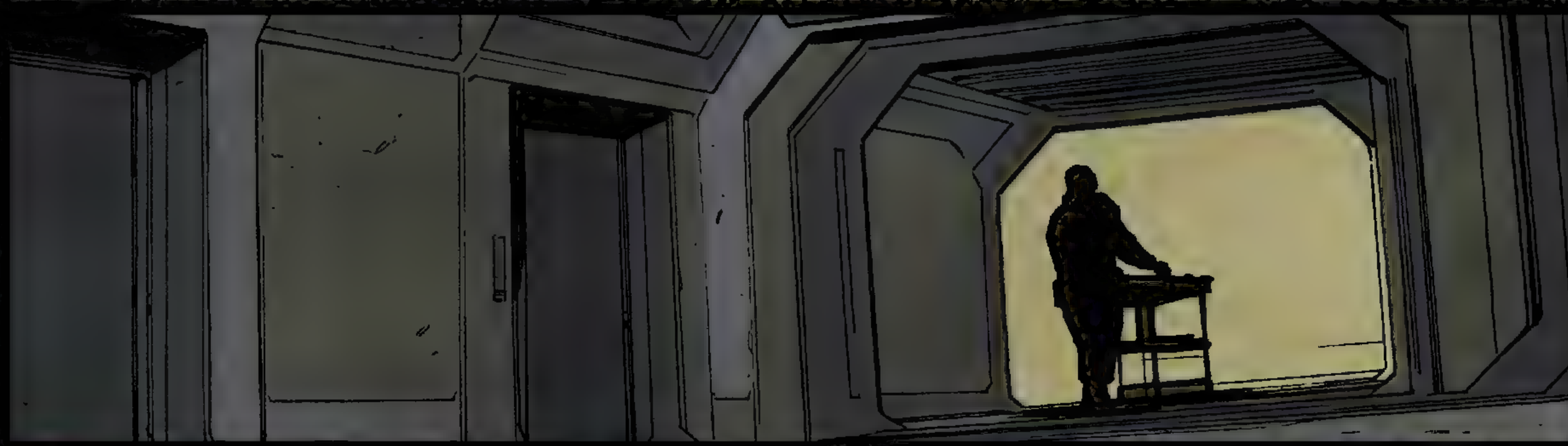
Charles Xavier...
We've got a *lot* to talk about.

ISSUE
81

CLIFFHANGERS

Jeez!
This prisoner, Mister Sinister--or *whatever* his real name was--has been on *suicide watch* for *months.* No belts, he's *constantly* searched for weapons--he's even wearing a weak fabric so he couldn't use his clothes to *hang* himself!
But there's still that part in *"suicide watch"* about *watching* him, you *idiots!*
Do you realize how long he'd have to go unwatched to be able to stuff his shirt down his throat and *suffocate?!*
Long enough to cost you your jobs!!

Just--just call someone to clean this up!
Yes--yes, sir.



Lunch already? You're early.
What can I say? I'm anxious to poison this scumbag.
Heh, I wish. Anything to get me off this crappy detail.

What kind of mood is he in today?

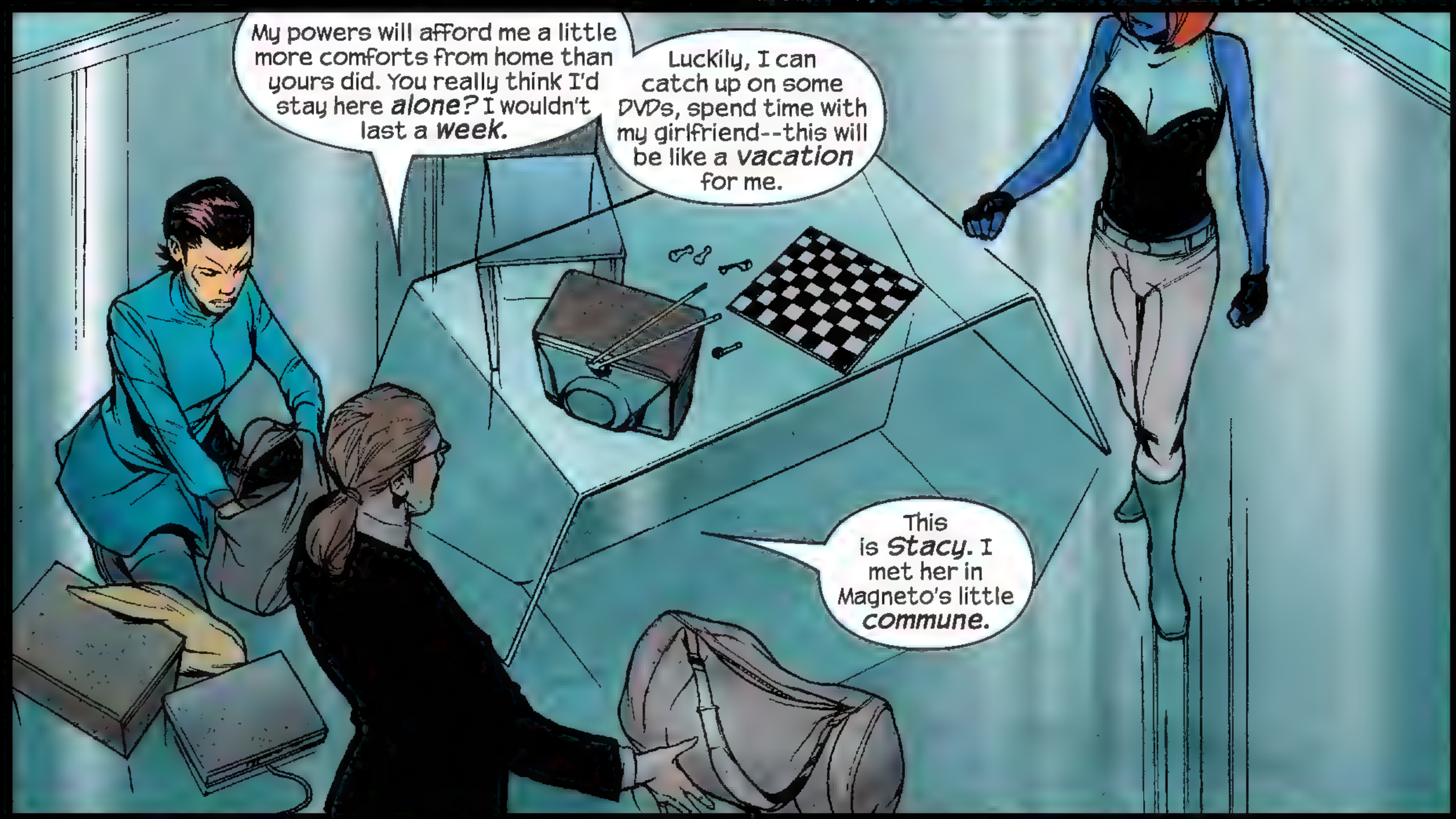
Dull--he's just sitting there, like always. He paced a little before.
Maybe he's depressed. Serves him right--stinking terrorist.

Indeed.
Thanks for the info.

Lunch already?
You're early.
I hope you weren't hungry.
Mastermind?
What are you doing here?

Apparently your services are needed *elsewhere.*
I'm here to *relieve* you. Don't worry--the guard is seeing me taunt Magneto with the tray of food before finally giving it to you. You can relax...

...*Mystique.*
Good. I was getting *sick* of this form. As much as I *love* the man--*being* him is no great shakes.
Who's the *girl?* What's with all the *stuff?*


My powers will afford me a little more comforts from home than yours did. You really think I'd stay here *alone?* I wouldn't last a *week.*
Luckily, I can catch up on some DVDs, spend time with my girlfriend--this will be like a *vacation* for me.
This is *Stacy.* I met her in Magneto's little *commune.*

Commune? What are you talking about?

That's where you're headed. The big man will tell you all about it, I'm sure.
This GPS phone has the coordinates already programmed in. It'll be easy to find. You should probably get going. I took my time getting here.
And he's waiting.

Yeah, like I'm not in a *hurry* to get out of here.
How do I look?
I think I was wearing a nightstick.
Better?
Yeah, that works-- point that thing somewhere *else.*
Enjoy your time out... and, um...don't leave me in here *too* long.
Okay?
Yeah, I'll be back here to pose as Magneto again as soon as I can. That'll be my *top* priority.
You and your little girlfriend should get *comfortable.*
Loser.

The Xavier School for Gifted Children.

Six weeks after Scott Summers disbanded the X-Men.

Is everything okay, Theodore?

The other kids are calling me names again! It's--it's not fair!

If I could *control* my powers, I'd--I'd--they'd never mess with me again!

Calm down. You know how your powers act up when you get excited. Over time, you'll learn to use them.

You just started here. It'll all work out. I promise you the other kids are just as scared and nervous as you are.

This is a new thing for *everyone* here.

I just wish they'd stop calling me names--I'm not mean to *them*. Why are they mean to me?

What is it that they're calling you?

Grizzly.

That's not so bad, really. I like it. It's no worse than *Cyclops* or *Beast*, when you're talking about *mutant* names.

Embrace it--that'll take away their power. If you *accept* the name, it won't upset you.

Yeah--it's like *Beast*.

C'mon--let's get inside.

Ah, Jean--I was looking for you.
I'll see you later, Grizzly.
Thanks, Cyclops.
Grizzly?
I like it.
How did it go?

Honestly, I think we bit off more than we can collectively chew. I'm seriously pushing my limits.
I've got cafeteria staff, janitors, a hall monitor--that I've got to keep convinced they're not seeing any mutants.
We can't find mutants to fill the jobs and I don't want the students scaring these people away.
And then I've got to keep an eye on your questionable faculty addition.

Please. Toad is doing a good job with the athletics class. Rogue and Iceman are the only X-Men who stayed behind, and as young as they are--they're going to be students for a long time, before they can ever be teachers.
Toad knows what he's doing--he's been misled in the past--taken a few wrong turns on the path of life, but he's a good person.
Would you feel more comfortable if he slept with you and then tried to kill me? We did have Wolverine running around here for how long?

You make me question the ethics of erasing memories far too often for your own good.
I'll try not to bring up Toad again until he kills a student.
That's all I ask.

Little more than five weeks after we announced open enrollment and we've already got *twenty* new students.
We could be off to a much worse start.
We just need to get some more instructors in here and I'll feel much better about the whole thing.

The one from Ireland--that Moira MacTaggart suggested--I looked over their résumé.
Looks very promising. Lots of experience. It just might work out.

That's good to know--we could use all the help we can *get*.
Excuse me.
Yes, Gerald?

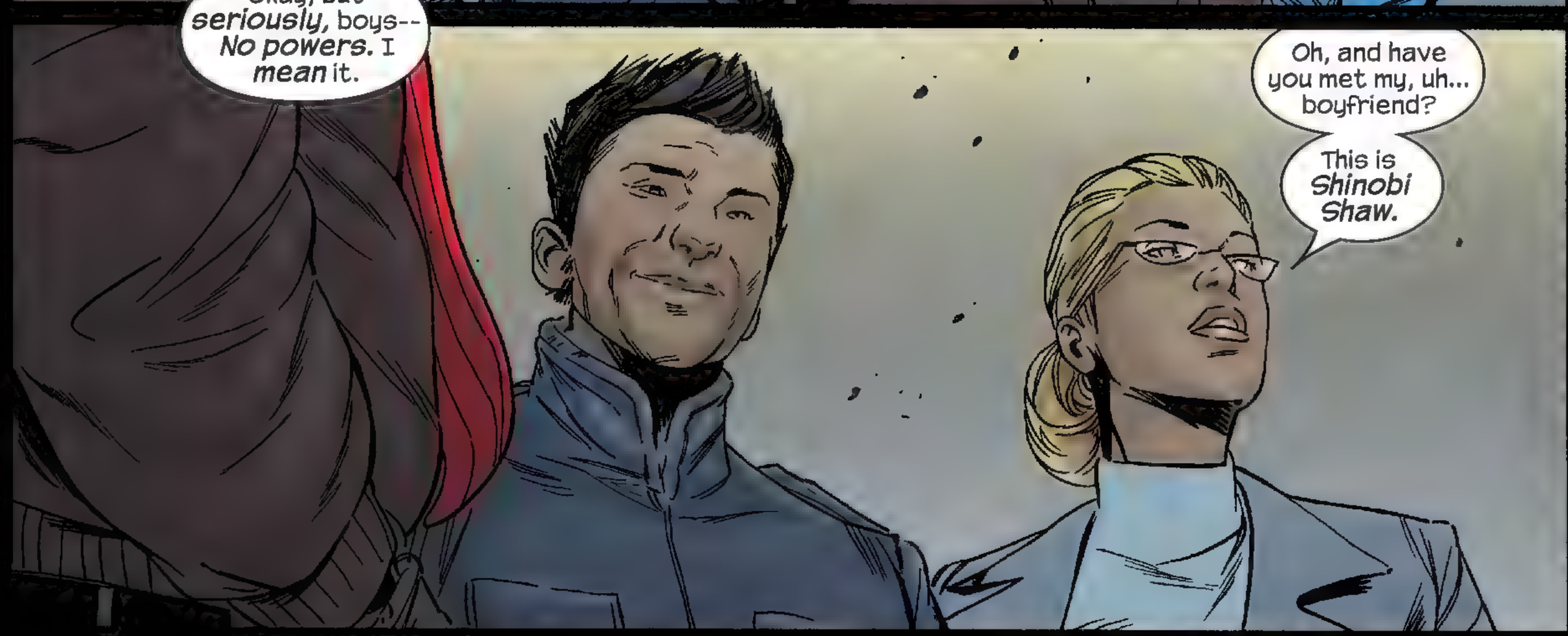
Could you shut that door for me?
I need to make a phone call.
Thanks.
CLICK

Emma Frost's Academy of Tomorrow.
Chicago, Illinois.
RINGG
Are you going to answer that?
Oh-- is that *mine*?

Incoming Call:
GERALD

No--it isn't important--someone from *work*.

I thought you had the day off? They can't leave you alone for *one day?*
Vultures.
Where are you boys off to?
I was taking them over to Slam Dunks, Ms. Frost. Peter hasn't had a *Colossal Burger* before--which I think is a social injustice.
I look forward to eating until I'm sick.


Okay, but *seriously,* boys--*No powers.* I *mean* it.
Oh, and have you met my, uh... boyfriend?
This is *Shinobi Shaw.*

New York City--
Deep underground.
Nightcrawler.
UNGH.

You there--STOP! Maybe you can help me...I've been down here for hours--searching. I think I've been going around in circles.
I'm looking for the Morlocks.

Ah.
Follow me, friend.
Through here.

You've found us.

The Triskelion--
Science Lab Level--
Far below the prison level.
I apologize for my tardiness--there was an incident on level six, the penitentiary level. Something that needed my attention.
I hope you understand.
Hm?
Oh, yes, I hadn't even noticed you were late, General Fury.
I've been somewhat preoccupied all day.
There has been a lot on my mind lately.
I know what you're going through is hard--but I assure you, what Professor Xavier and I did was for your own good.
You needed to stay focused on your work. If you were too concerned with your friends--it would have been an additional distraction.
It was a less than ideal situation, but it--
You made me believe I was keeping in regular contact with my family and friends. You tricked my mind into remembering conversations with them--and it took Xavier dying for the effects to wear off so that I could see through it all.
Everyone I've ever cared for thinks I'm dead--

--to me that seems at least a *few* miles past being a *"less than ideal"* situation.
And how long did it take you to schedule this meeting with me? *Two* weeks? *Three?*
And you're *still* late--?!
What makes you think I'm not just going to *quit* and walk out of here?!

The fact that you *can't.*
Don't forget who you're talking to, Hank McCoy.
We thought you were dead--*everyone* thought you were dead. When you were resuscitated at the hospital, it was a shock to us all-- but it was an opportunity we could not pass up.
You know what's at *stake* here, McCoy. Admiral Stryker--his plan to assassinate the president--blame it on *mutants.* That wasn't his *endgame*--it was just the beginning.
You *know* this--you know all about the *Legacy Virus.*
Your team--everyone here has made such advances in finding a cure for this virus he commissioned--with *your* help.
We gave you a singular purpose--one thing to focus on. The clock is ticking on this virus leaking out--we have it--we're aware of it--but we can't be certain we *control* it.
We have to find *a cure.*
I know.

So...

I see you've finally reversed the effects of the *Weapon X* experiment. *No fur.* You look much better.

Thanks-- I *feel* better, too.

But I don't think I'll *ever* be able to get rid of *these.*

What kind of progress are you making on this thing, Hank? How close are we to being in the *clear* on this thing?
We're closer *today* than we were *yesterday.* To say anything more than that would be entirely too optimistic and incorrect.
We're doing everything we can--you know how important this is to me.

Just--keep me informed if there's any new breakthrough or discovery.

Lower Manhattan.

Oh, my God--stop him!!

He beat up a police officer--stop him!!

C'MERE--FREAK!!

WROK!

LET ME GO--FASCIST!

We are the Mutant Liberation Front--and we won't rest until the world knows the truth about Xavier!

DEATH TO THE HUMANS!

huff!

huff!

huff!

MUTANT GENE CONFIRMED.
PROCEED WITH TERMINATION.

FWOOSH!!!
AAGGGHHH!!

Somewhere Else.
Oh, no-- oh--
Where am I?!
Hello?!
Is anyone there?!!
HELLO?!
Anyone?
You are foolish to try to run, Ororo. You know you can't escape me.
Oh, no--not you.

You know you can't escape--
THE SHADOW KING!
GUAH!

Guh.
That was the *worst* one in a while.

I'll read those *later*. Gotta jot this down before I forget the dream.

THE SHADOW KING
BY ORORO MUNROE

KNOCK KNOCK

Hold on--I'm coming.

Bishop?
The world needs *X-Men*, young lady.
And I need you to help me *find* them.

ISSUE
82

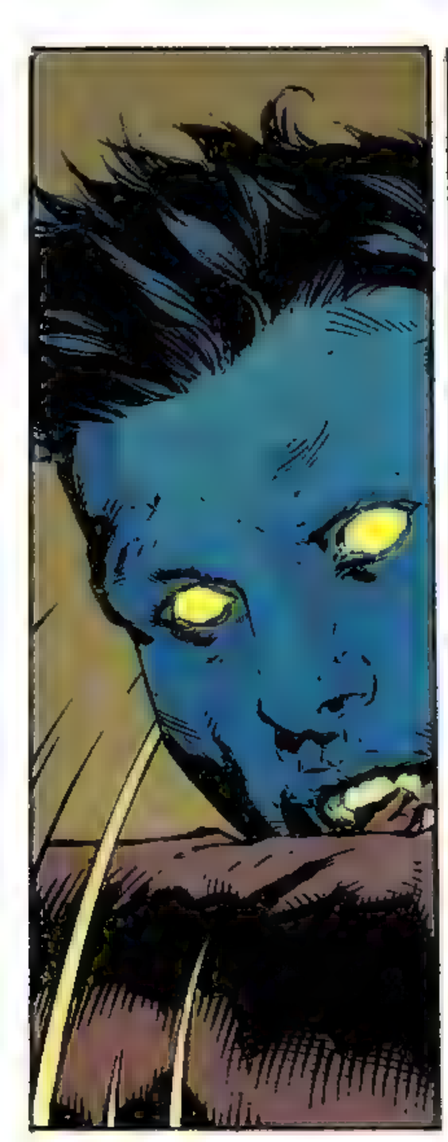
THE UNDERNEATH Part 1

Welcome to Morlock Town--or as we like to call it, ***home.*** If you're looking to stay here, you're going to want to talk to ***Sunder.*** He makes the rules around here.

Sunder? He's your leader, then?

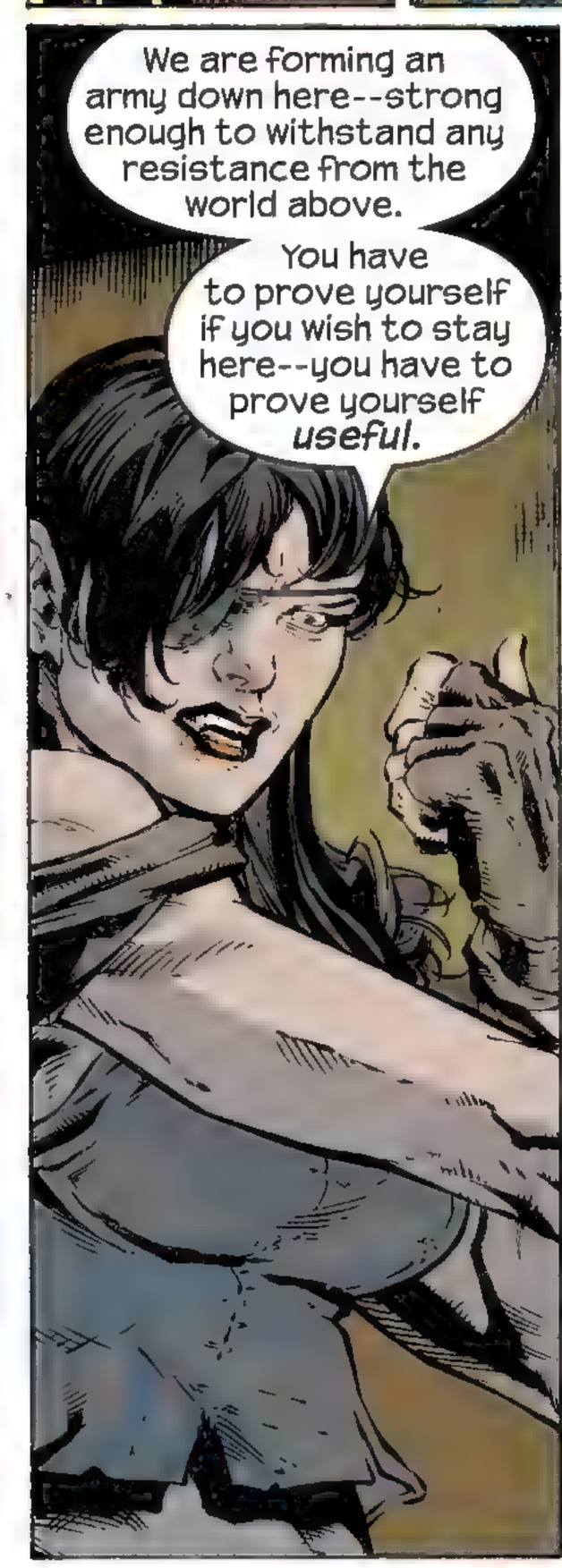
I'll take it from here, Leech.

Follow me, newbie.



Then, defend yourself!
KRAKK!!

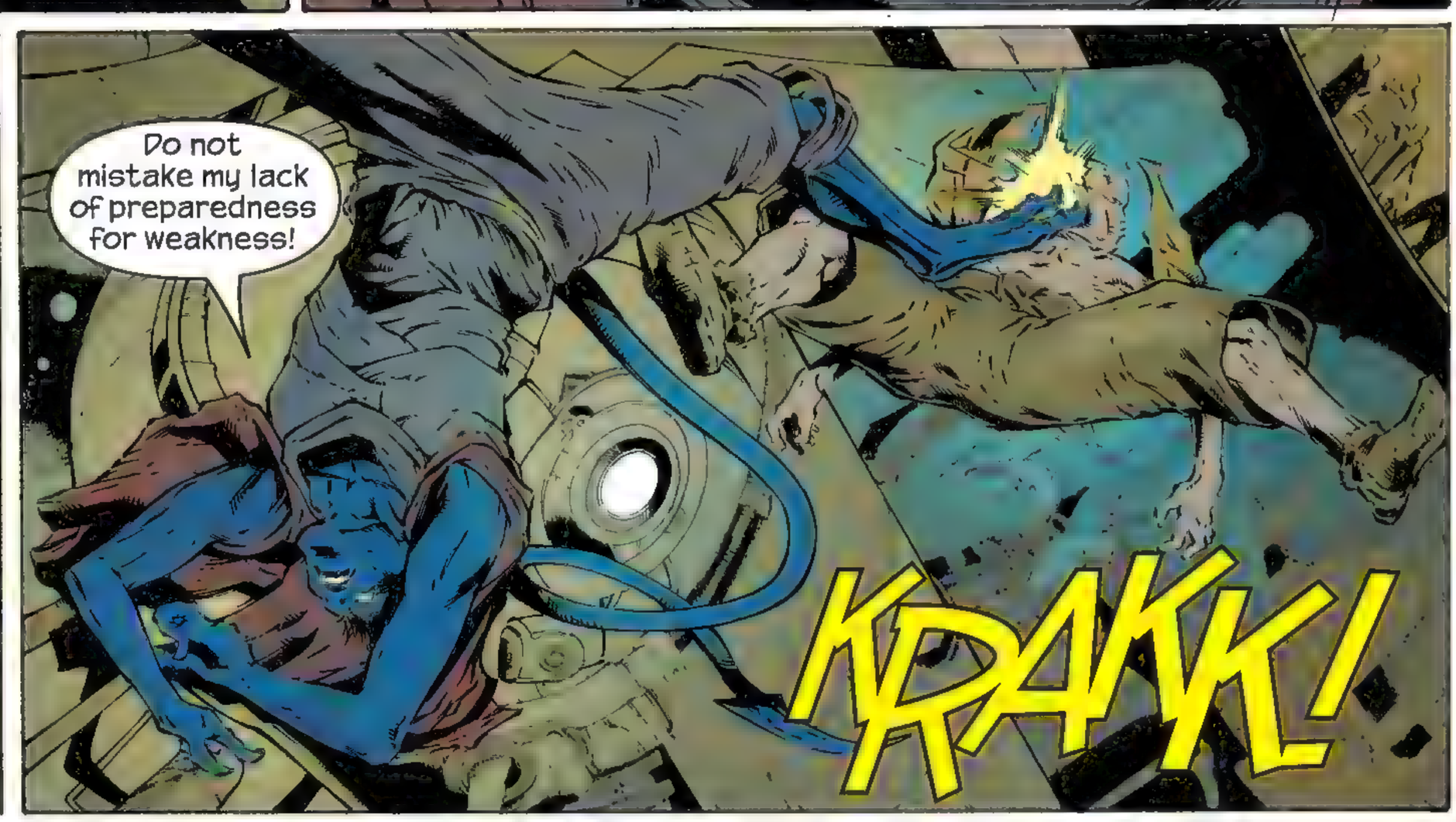
What? I--I don't understand.


We are forming an army down here--strong enough to withstand any resistance from the world above.
You have to prove yourself if you wish to stay here--you have to prove yourself useful.

He's all yours.

Caliban will prove mutant is not worthy!
KRAKK!!

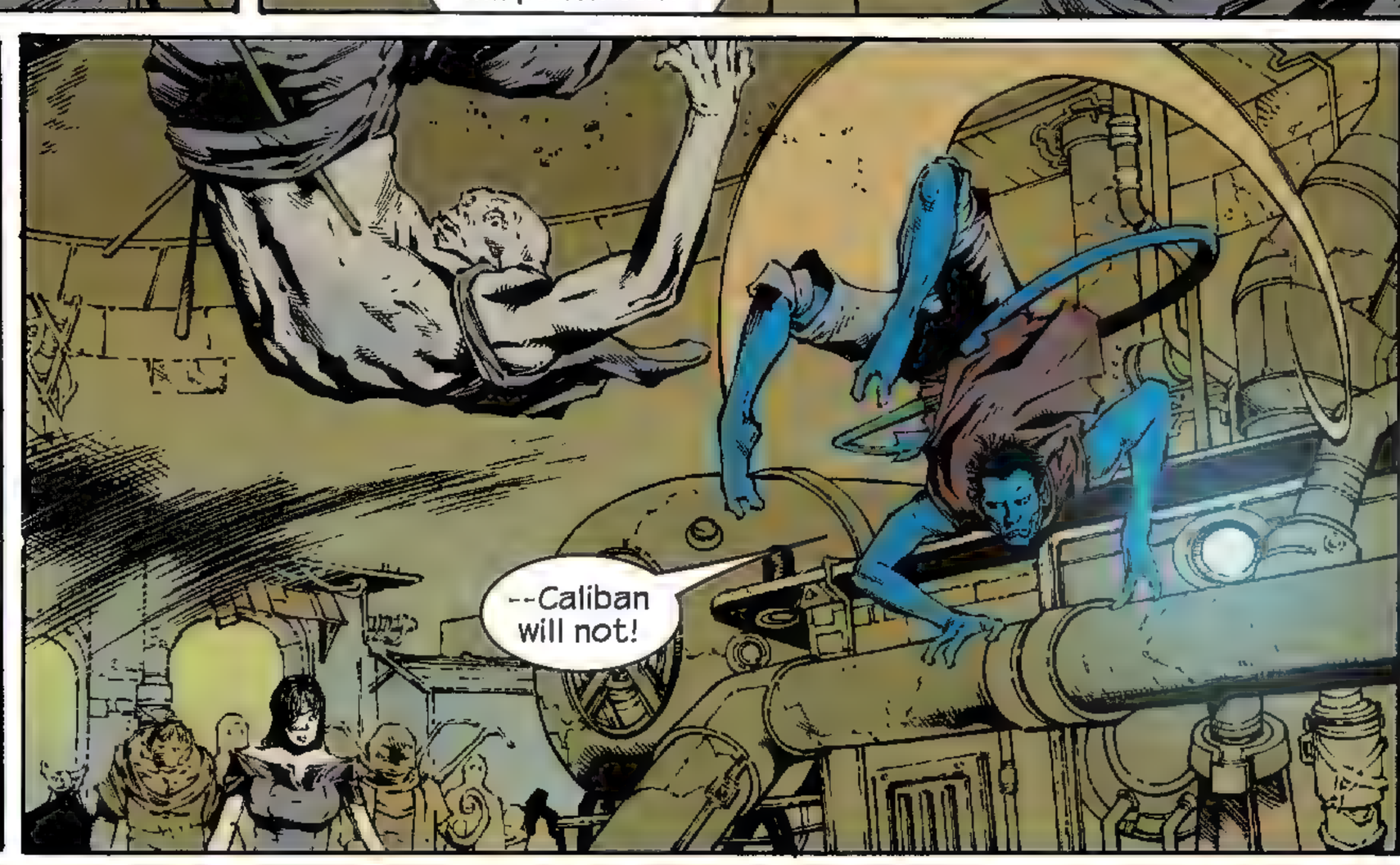
Mutant will not get Caliban's food--will not take Caliban's bed. Mutant will have to leave.
Caliban will defeat mutant!


Do not mistake my lack of preparedness for weakness!
KRAKK!

I assure you--I am *more* than capable of *fighting* back.
WRAMM!

Caliban does not like getting punched--Caliban will punch back!

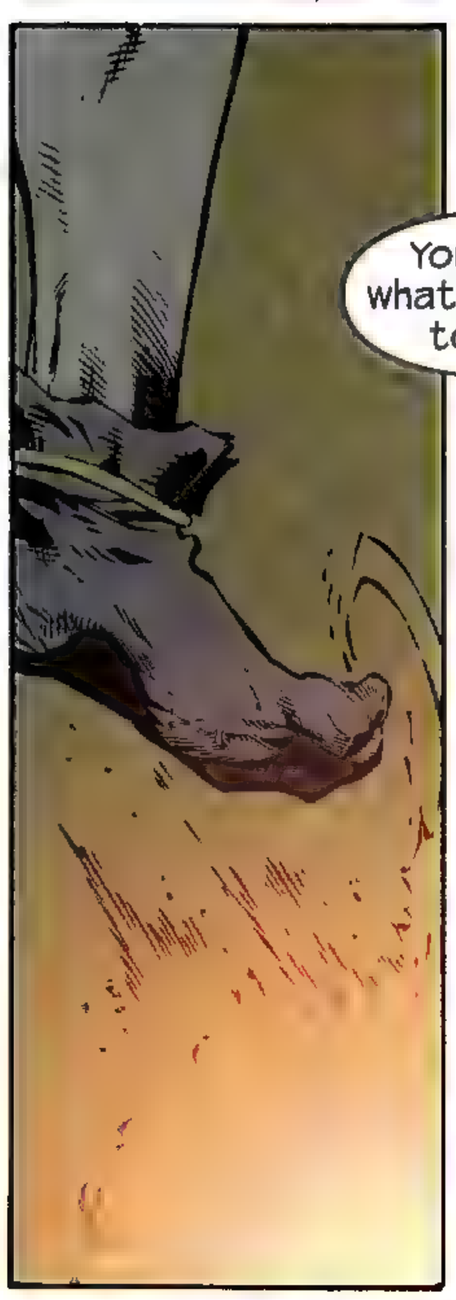
No--


--Caliban will not!

CHOOM!

Is that enough? I could try harder to impress you if necessary--but I would like to think that would suffice.

New mutant hurt Caliban--*nobody* hurts Caliban!



You'll pay for what you've done to Caliban!

What--?!

No--stop--you're going to kill him!
No--he--
--won't.

BAM!

Come back--Caliban not through yet.

ENOUGH!!

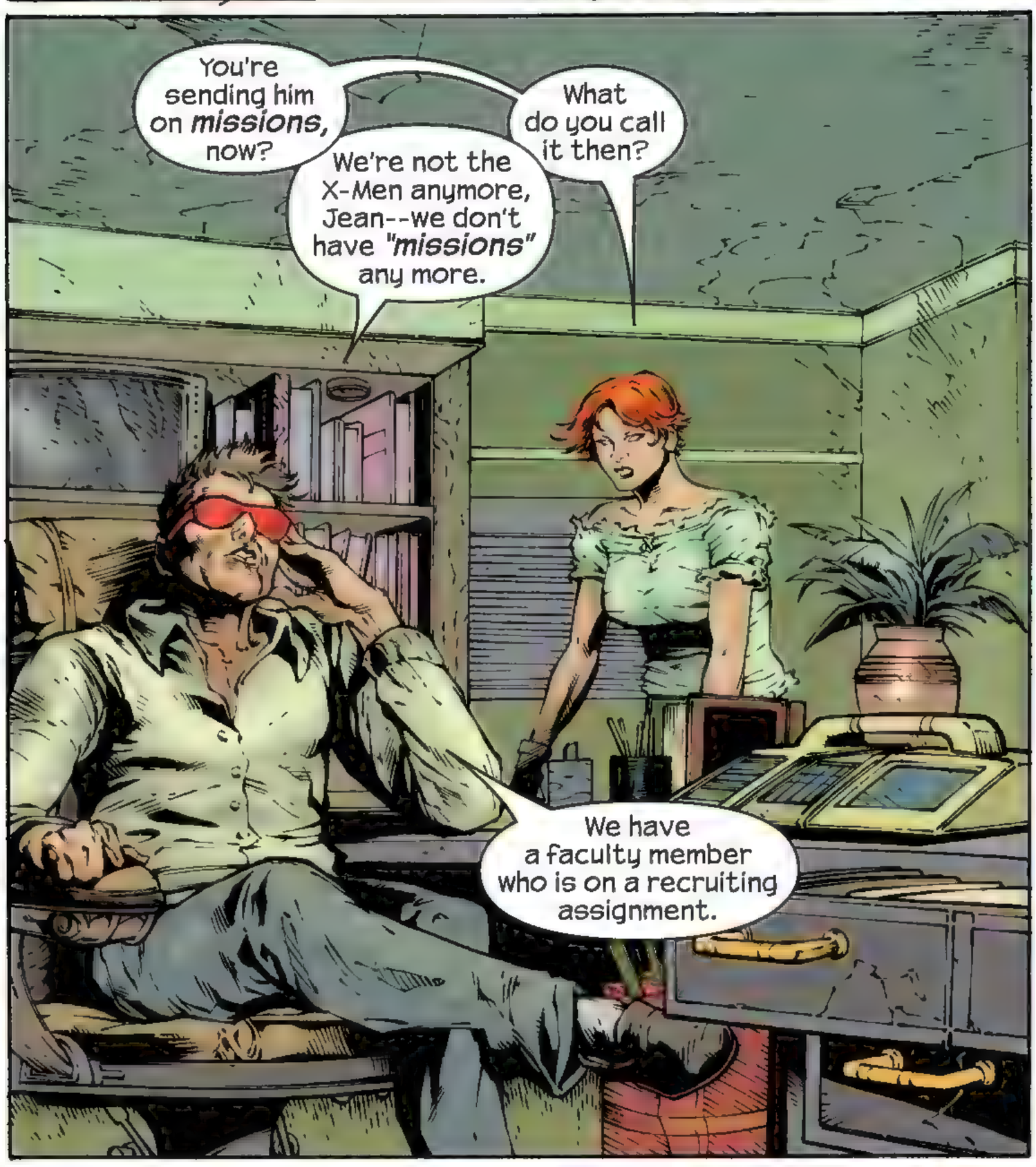
This one has proven himself. He will make a worthy addition to the Army of the Underneath.

Come, friend-- we won't be attacking you again. You're one of *us* now.

Let me show you around your new home.

Oh-- okay.

Xavier's Institute for Gifted Youngsters.


You're sending him on *missions*, now?
We're not the X-Men anymore, Jean--we don't have *"missions"* any more.
What do you call it then?
We have a faculty member who is on a recruiting assignment.

I can't *believe* you couldn't wait two weeks before sending him out into the world, representing this school.
I don't *trust* Toad, Scott.

And I *do*. Besides, Toad is the one who told us about the Morlocks in the *first* place. They're a group of mutants who have separated themselves from society because of their *appearance*.
Something tells me sending you and Bobby down there with your designer clothes would seem like a slap in the face.
We would want these people to feel *welcome* here at the school.

I never said you didn't have a good reason. I'm just worried about the amount of *trust* you're already giving Toad.
And I *don't* wear designer clothes.

We need more *students,* Jean. I would like to get this established as an official school, but we need more students for that.

We need more teachers, too--but we're working on that.

You know this building alone can house over one hundred students. I don't even know if there's that many mutants in this country.

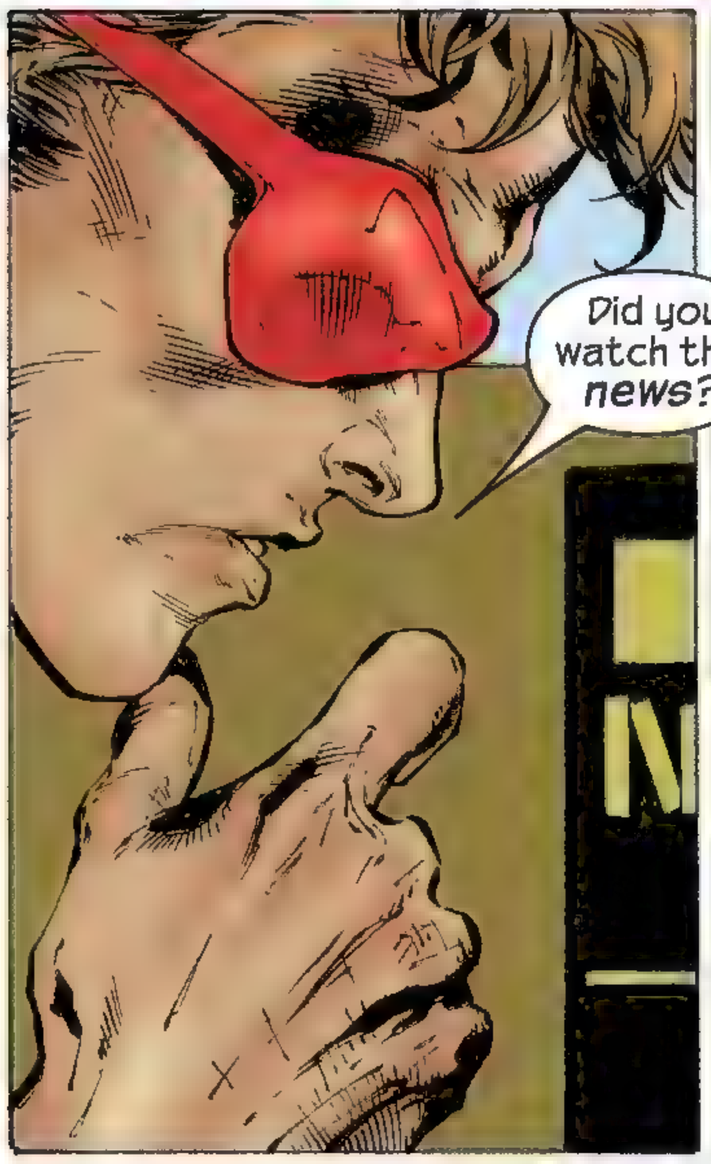
Until you learn to work on Cerebro as well as the Professor did--we'll have to find students any way we can.

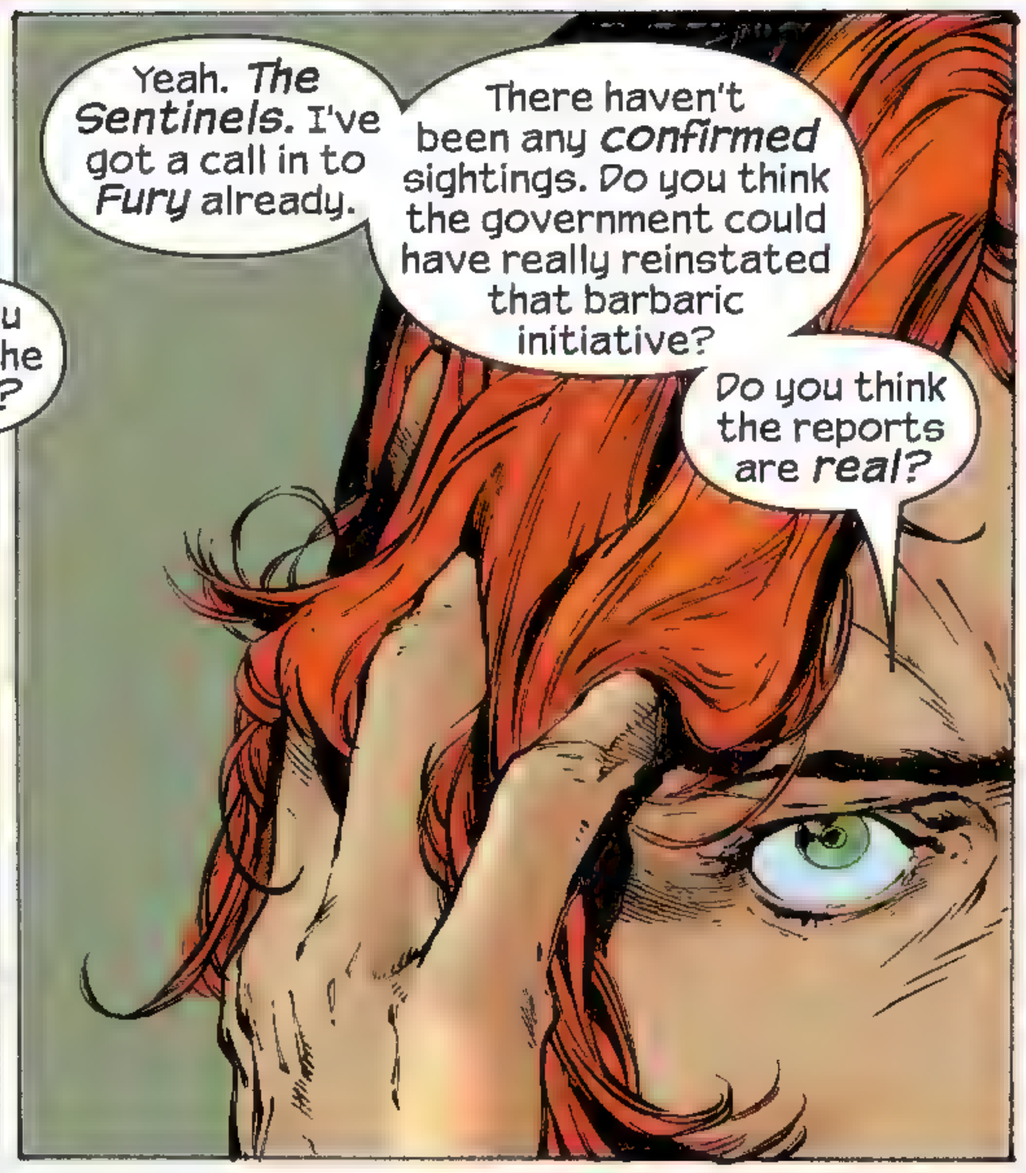
I understand that, Scott. I know we can't exactly put an *ad* in the paper.

We have been getting a steady stream of youngsters by contacting parents of mutant-support groups.

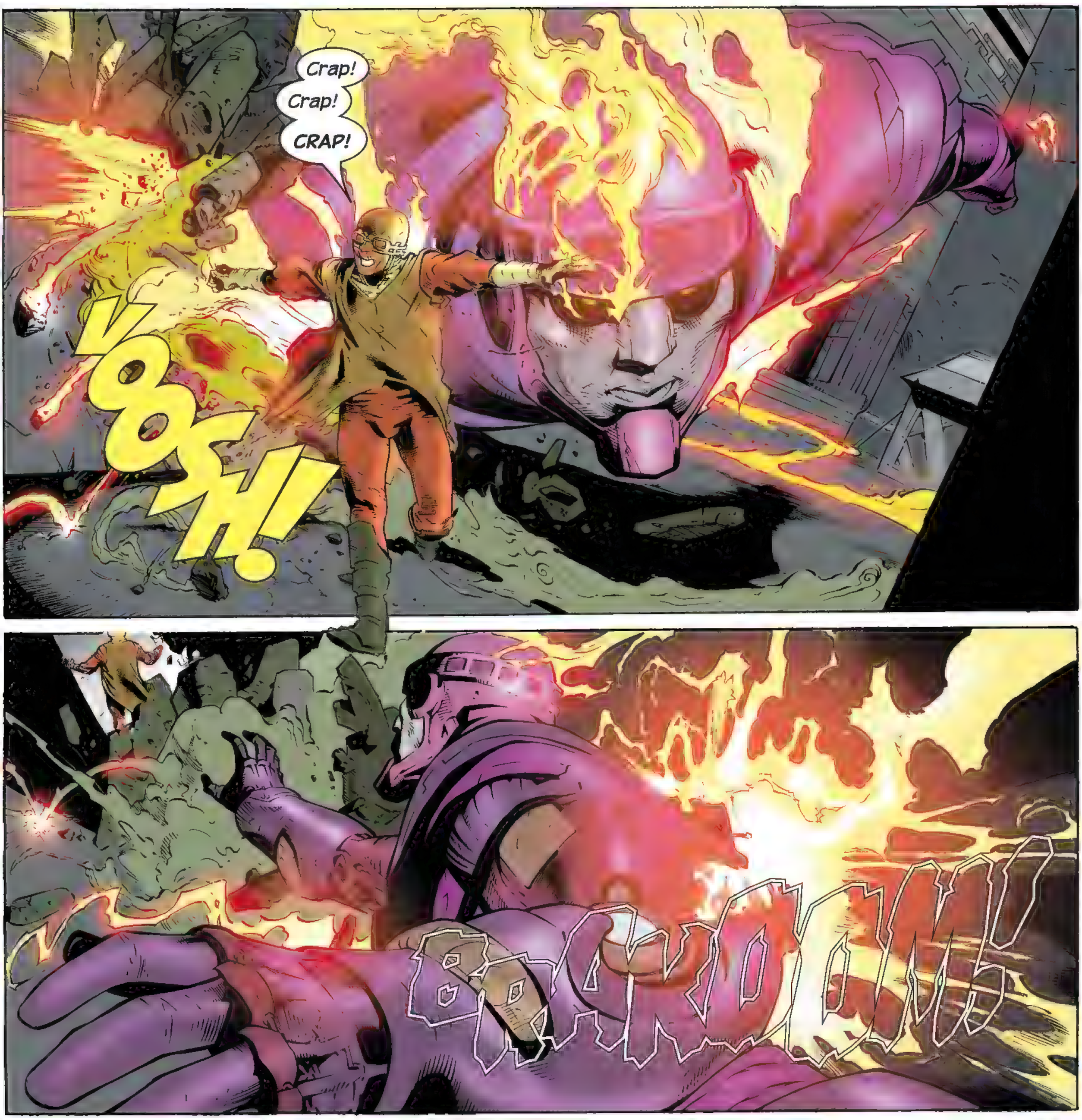
I understand you've got a vision for what this school can be--I see that it's *important* to you--it's important to *me,* too. The more I think about it--*this* is how you change the world. It's Xavier's dream--but it seems more *practical,* somehow.

It's just going to take *time.*





Leave me ALONE!
FWOOSH!


Crap!
Crap!
CRAP!
VOOSH!
BARROOM

Don't worry, Pyro-- we got your back!

Who's we?
Uh... the X-Men.

Ungh--
This would be easier without the fire!

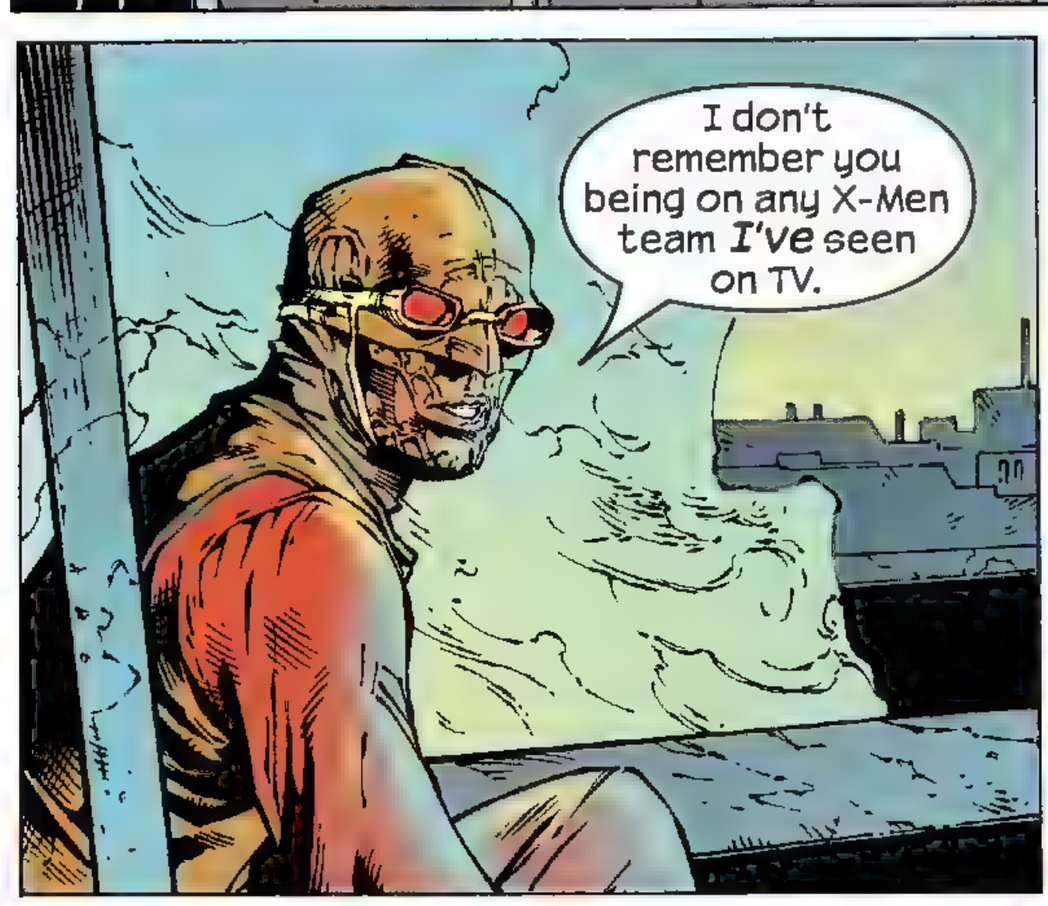
KRRUNKK!

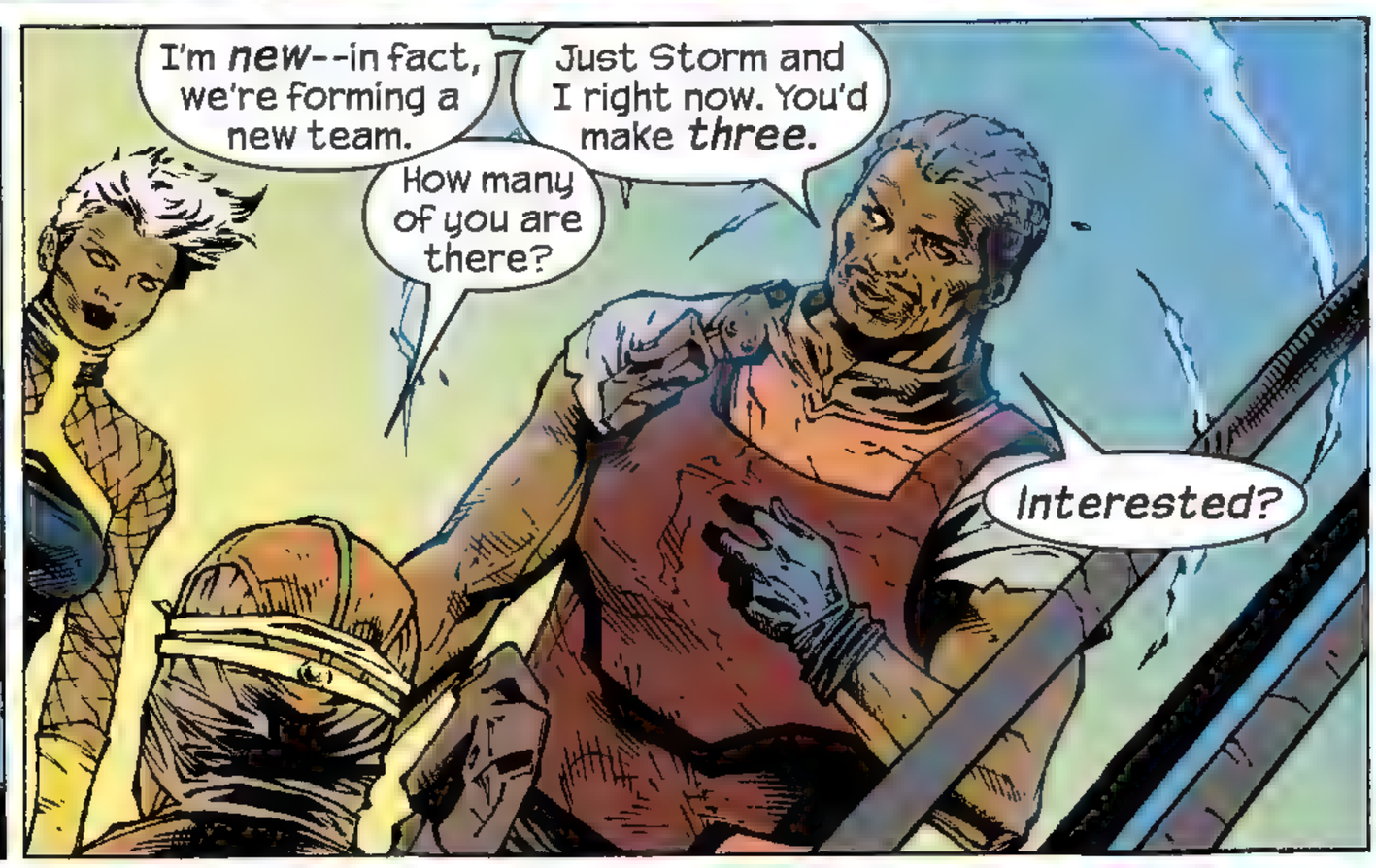
Not bad, old man.

BA-DOOM!!
÷koff!÷
÷hakk!÷
÷koff!÷

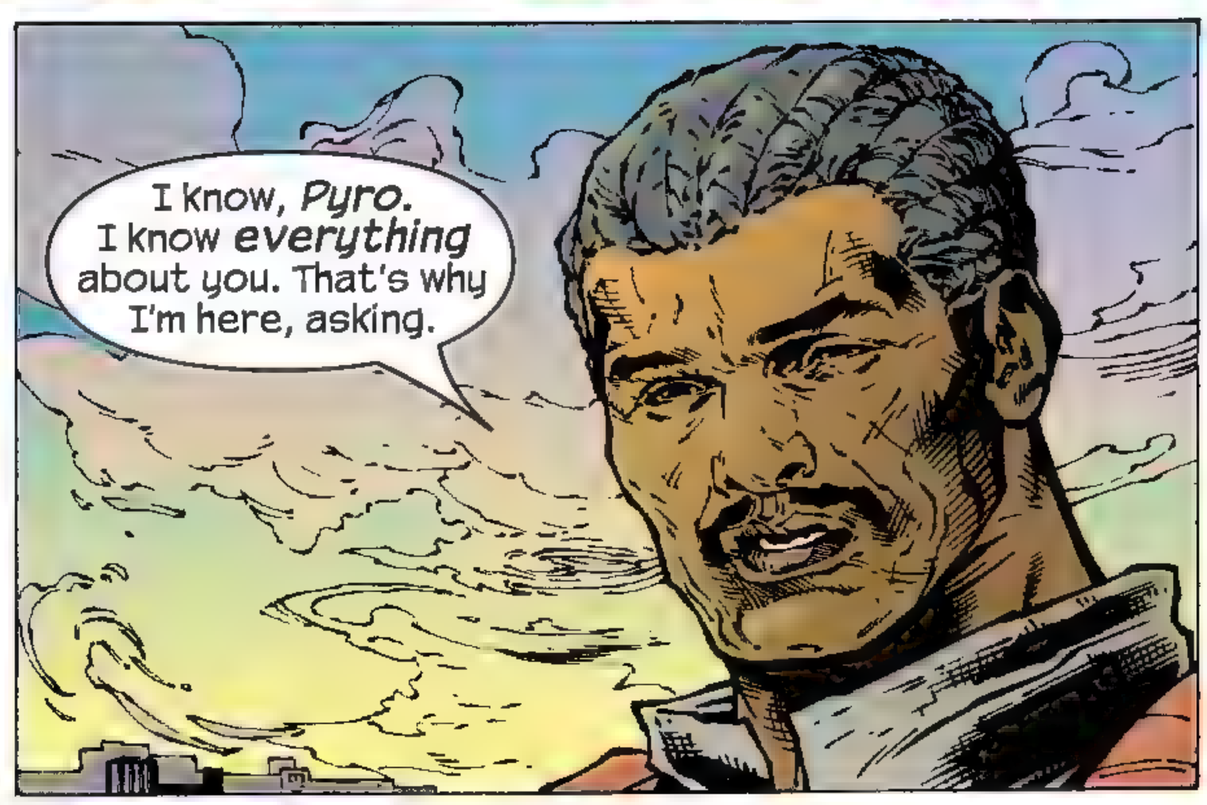
Pretty strong for an old man-- WOW.
He's not strong at all-- he's got some kind of mutant aura, changes the weight and density of things he touches.
I'm no physics teacher, but I think he just used the air around it to crush that Sentinel's head, and then made himself lighter than air to float down to the ground.
It's all pretty impressive-- especially at his age.

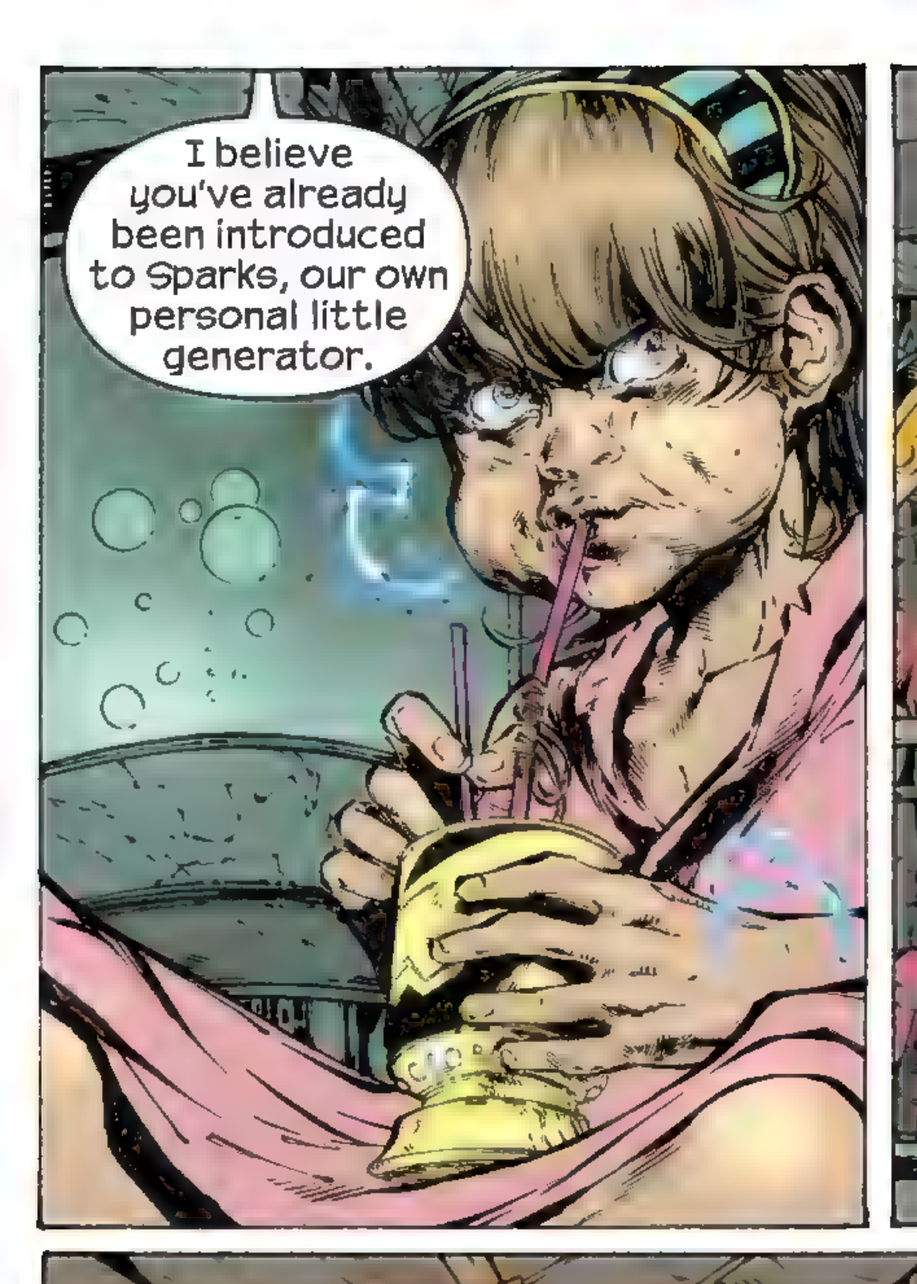
Nice. That's what I like to hear from my teammate.
Oh, hey Bishop-- didn't see you there.
How?
Teleporter.


I don't remember you being on any X-Men team I've seen on TV.


I'm new--in fact, we're forming a new team.
Just Storm and I right now. You'd make three.
How many of you are there?
Interested?

Are you kidding?
I've been looking for you.


I know, Pyro. I know everything about you. That's why I'm here, asking.


I believe you've already been introduced to Sparks, our own personal little generator.

I think you'll find living here with us to be quite comfortable.
Welcome, brother.
Thank you.

These are our sleeping quarters. We'll get you assigned a bed right away. We need to remain well-rested and alert for the coming war.
War?

Mutants against humans, my friend. We Morlocks believe it's only a matter of time until the tensions escalate into an all-out *war*. We must be ready for it.

We desire to remain isolated from this conflict--but we are realistic, we know we cannot hide down here forever.
We must be ready to defend our home when the time comes.

Yes--I--I understand.

So let me ask you, Nightcrawler. How is it you came to find us down here? What was your life like in the world?

I was experimented on--used as a--a *weapon* by a shadow branch of the United States government called Weapon X.

I was eventually rescued--by *the X-Men,* and after a time, I joined them.

They were my *friends.* They betrayed me--but they were--

I think I made a *terrible* mistake.

Sunder, sir--we have a *visitor* who wants to talk to you.
Oh? A visitor? How is it that we've become so popular all of a sudden?
Send them in.

I'm told you're the leader. If so, thank you for taking the time to speak with me.

I have come to make you an offer. You have a nice civilization down here, but it's true, it's *far* from perfect and you don't have to live this way.

I'm coming on behalf of Xavier's school--a school for mutants that is offering to take everyone here in, under their wing--you wouldn't have to hide anymore--you'd be safe.
They would teach you--
Xavier's school?!
XAVIER'S?!

I have *two* X-Men *spies* in my ranks!
No--I told you--I'm not--

BAM!
Lies! We are under *attack*, Morlocks! *Defend yourselves!*
BRAA-KOOM!

NO!
Wait!
BRAKKOOM!
Quickly-- before he teleports!
WRAKK!!
IRK!
KROOM!!
Callisto-- Caliban--take him down!
We've got our first prisoners of war!

Elsewhere.

The future? *Really?!*

That's where I got all this equipment. You see a lot of teleporting windows popping up all over the place?

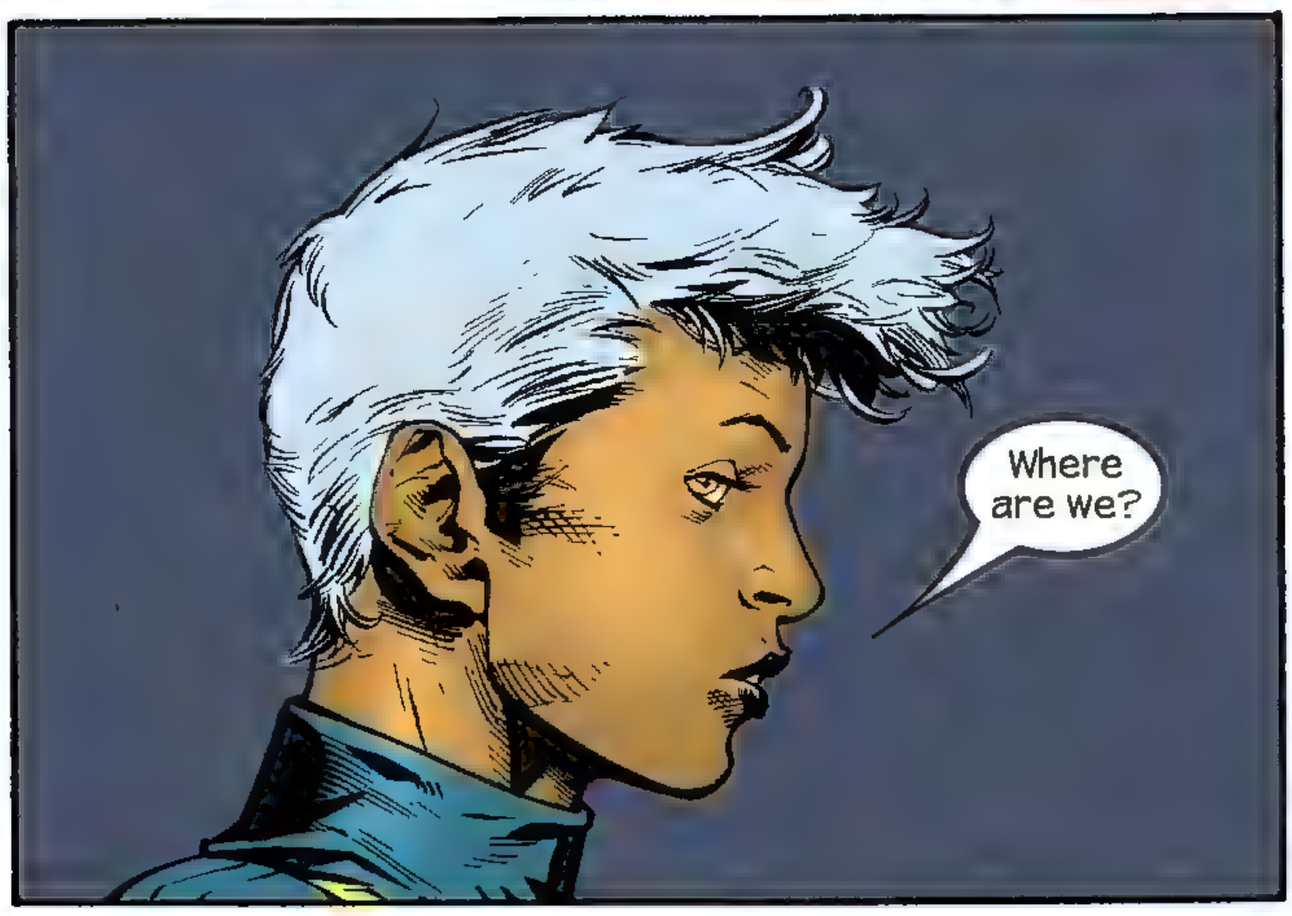
My chronal displacer was destroyed--so I'm *stuck* here, but I've got plenty of weapons and tech from the future that still works.

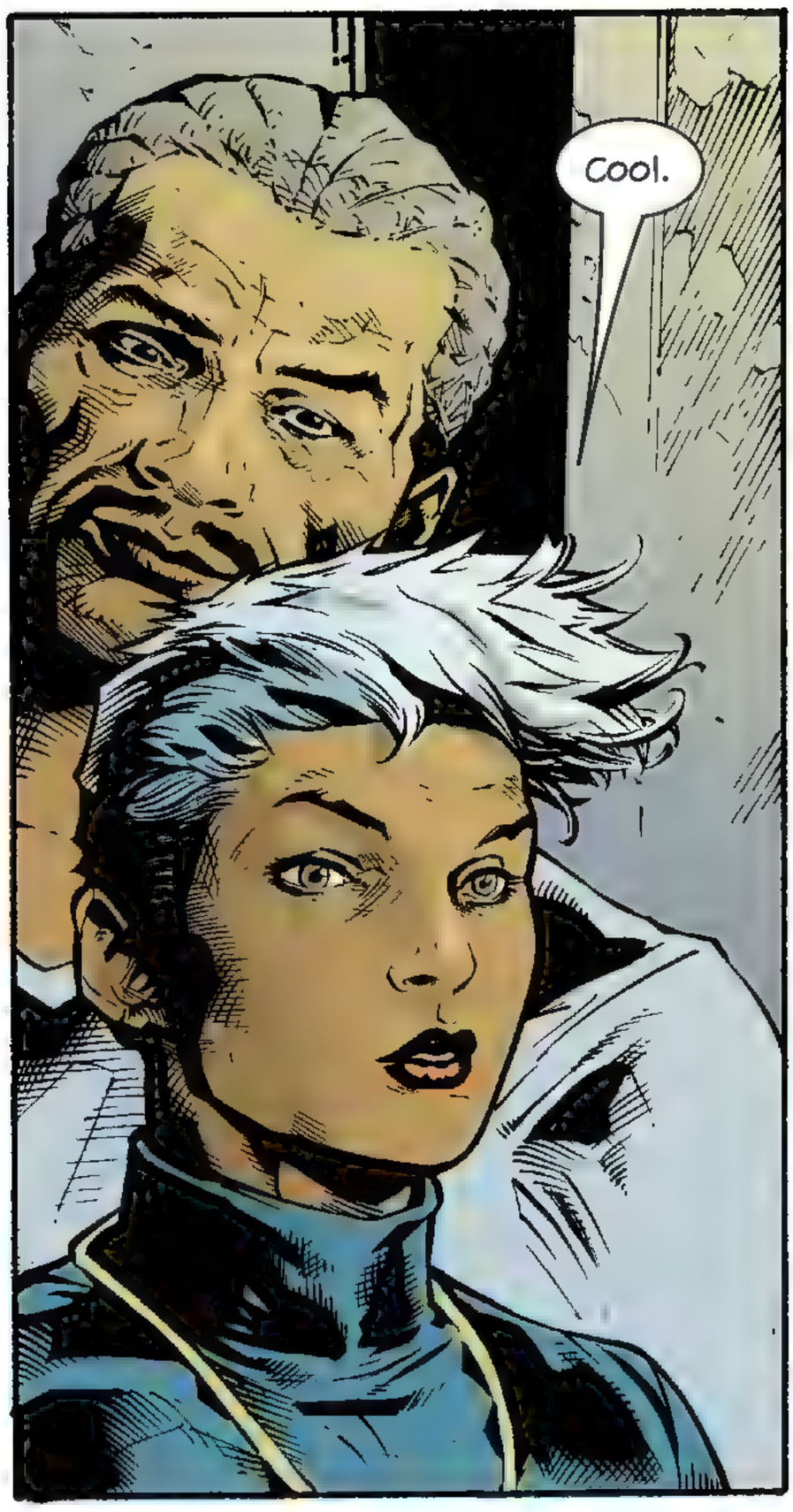
What is this place, Bishop?

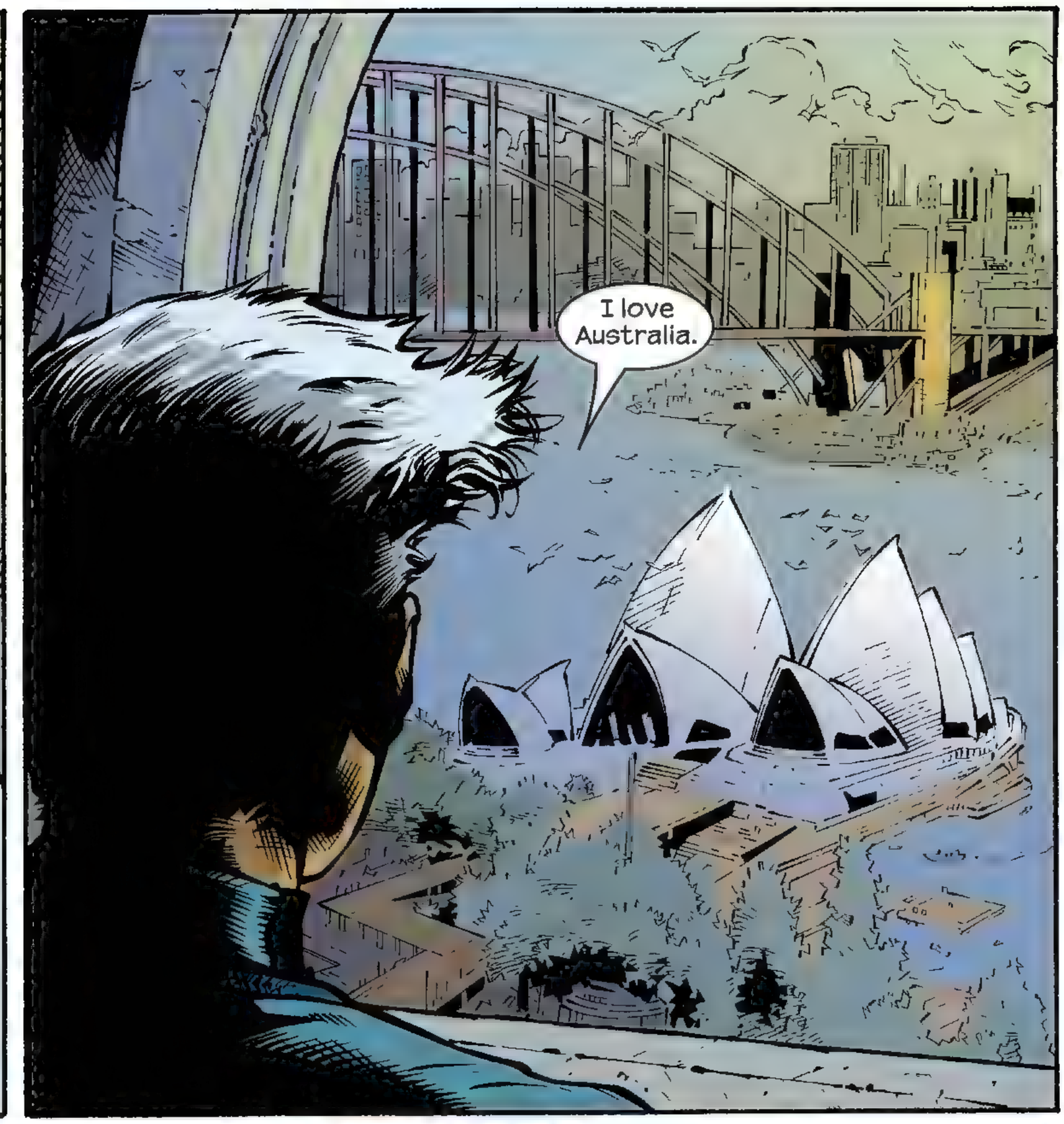
It'll be our new base. Obviously, it needs a little work, but in time I'm sure it will be at least a fraction as comfortable as that *Mansion* you're used to.

It's *already* better than my apartment.

And mine.




Cool.


I love Australia.

Pyro, get comfortable, get unpacked. There's food here, if you're hungry.
Storm and I will be back shortly.

Where are we going?

Another recruit.
C'mon.

Xavier's School for Gifted Youngsters.

Are you *serious?!*

He's been gone for over a day with no contact. I'm worried about him. We have to go investigate.

It's probably nothing--but we just don't know how ***hostile*** these Morlocks are.

He hasn't called in? Did you give him a cell phone?

I did, Jean--but he's ***underground.*** If the Morlocks have him, he won't be able to contact us.

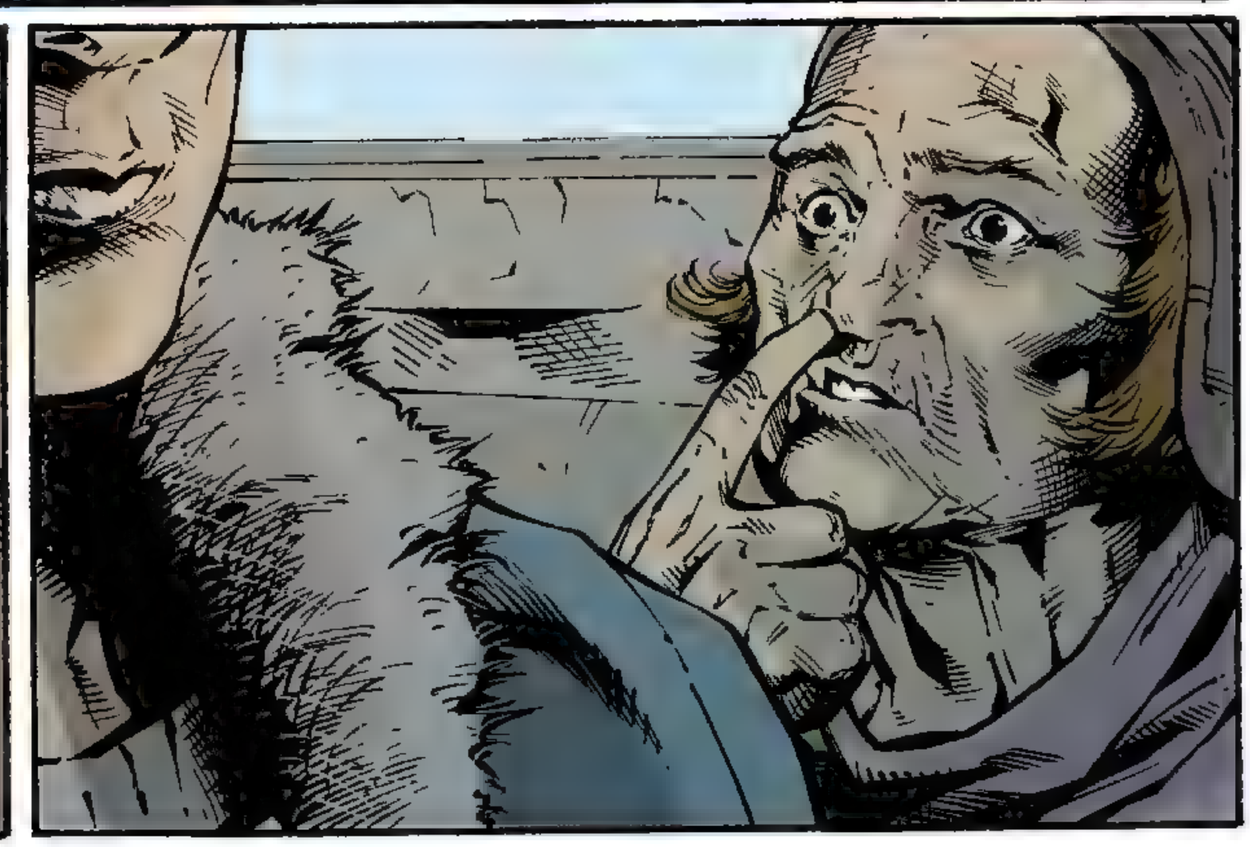
How do you know he's not one of them--and he's luring us there for an ***ambush?!***

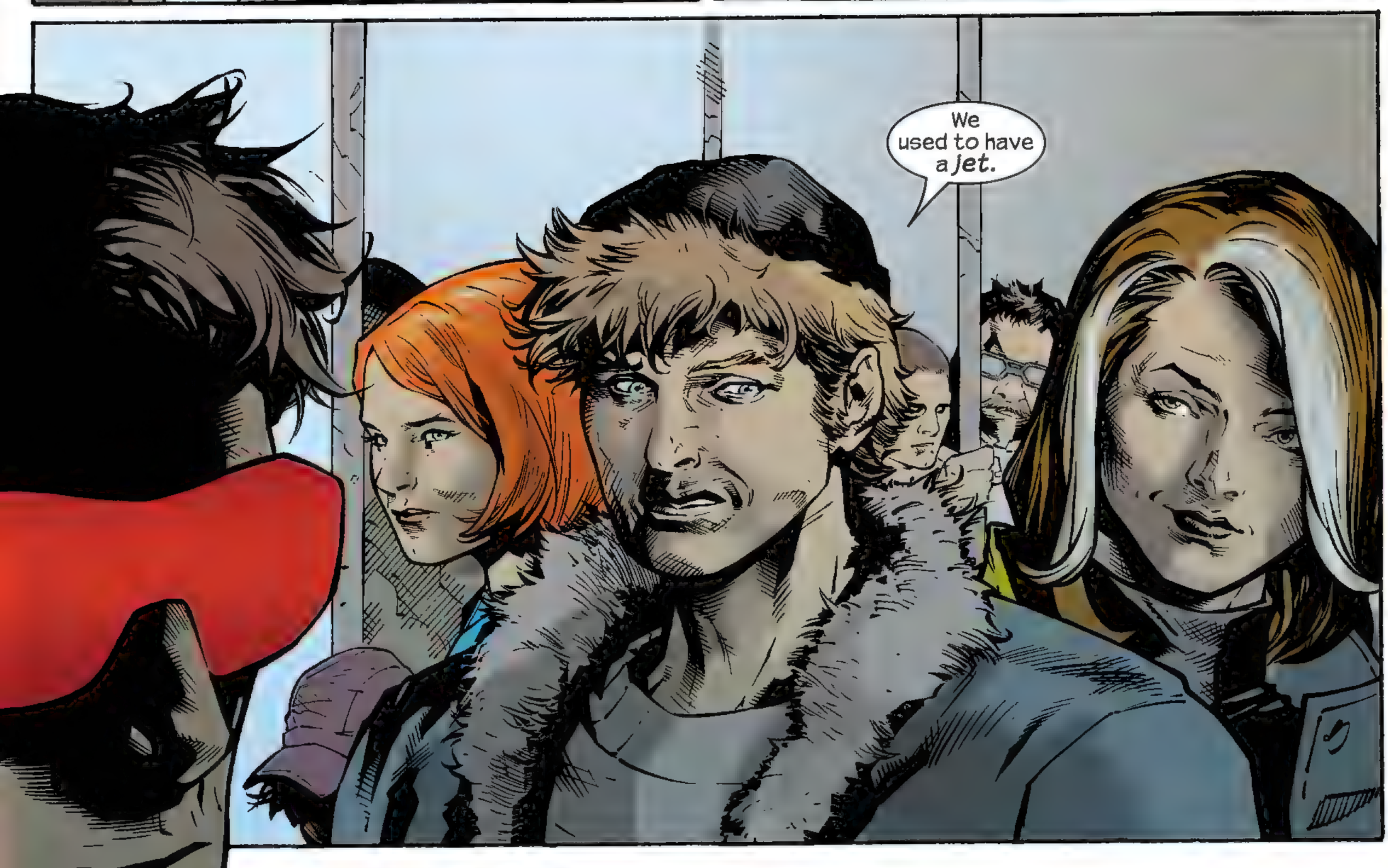
Because I ***trust*** him, Jean. I'm calling Rogue and Iceman. We're going after him.

If you really disapprove...

Don't come.

Halfway to Manhattan.

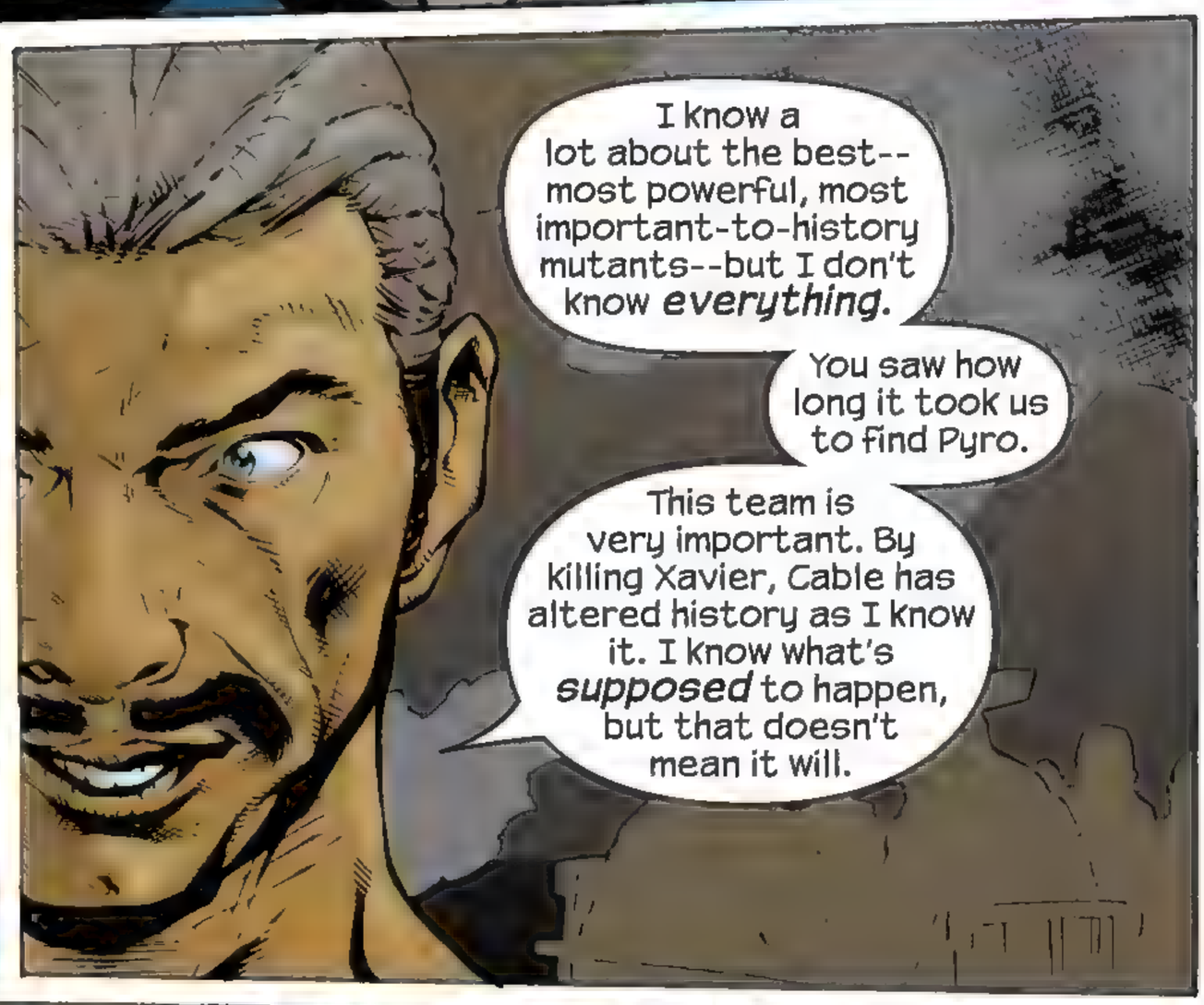


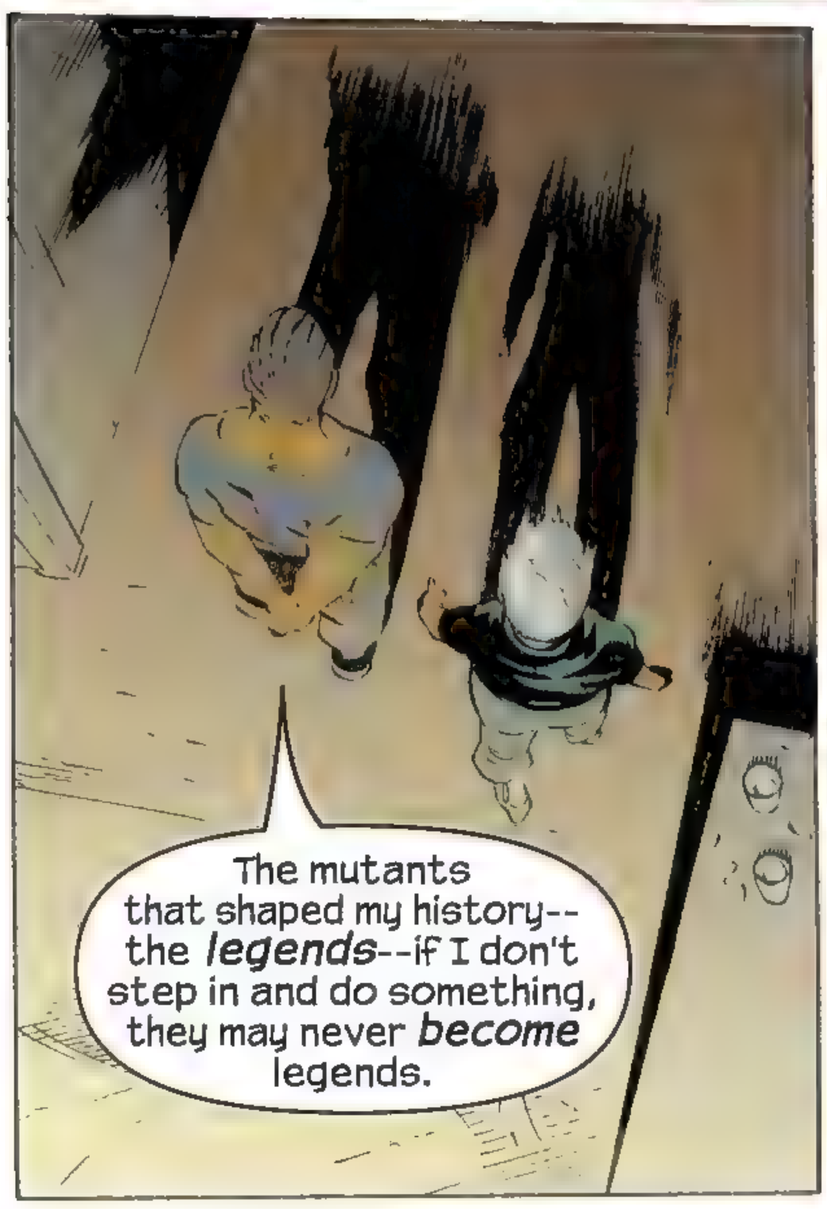

We used to have a *jet*.

New York City, the scummiest, dirtiest bar in town.

This place is a dump. Why are we here?

Another important addition to the team.





Dazzler, allow me to introduce myself--
BuUuRrrRp!

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PAQUETTE
LA TUNTE
PERU

THE UNDERNEATH

PART 2 OF 2

When I disbanded the X-Men and turned the mansion into a school, you playing video games all day *wasn't* at the top of the agenda.

Well--no more missions, at least--I think I heard *that.* I distinctly remember hearing the words *"no more missions"* at some point.
Was I making that up?

Why exactly did we bring them?
So they don't burn down the school while we're gone?
Through here.
Am I being *punished?* Is that it? I mean--seems to me, that *Toad* dude can take care of himself.
He was like--an evil terrorist dude working for Magneto like *last week,* right?
No offense, Rogue.
Right.

Bobby, please--and I mean this in the *nicest* possible way--
--shut the hell up before I *push you in.*

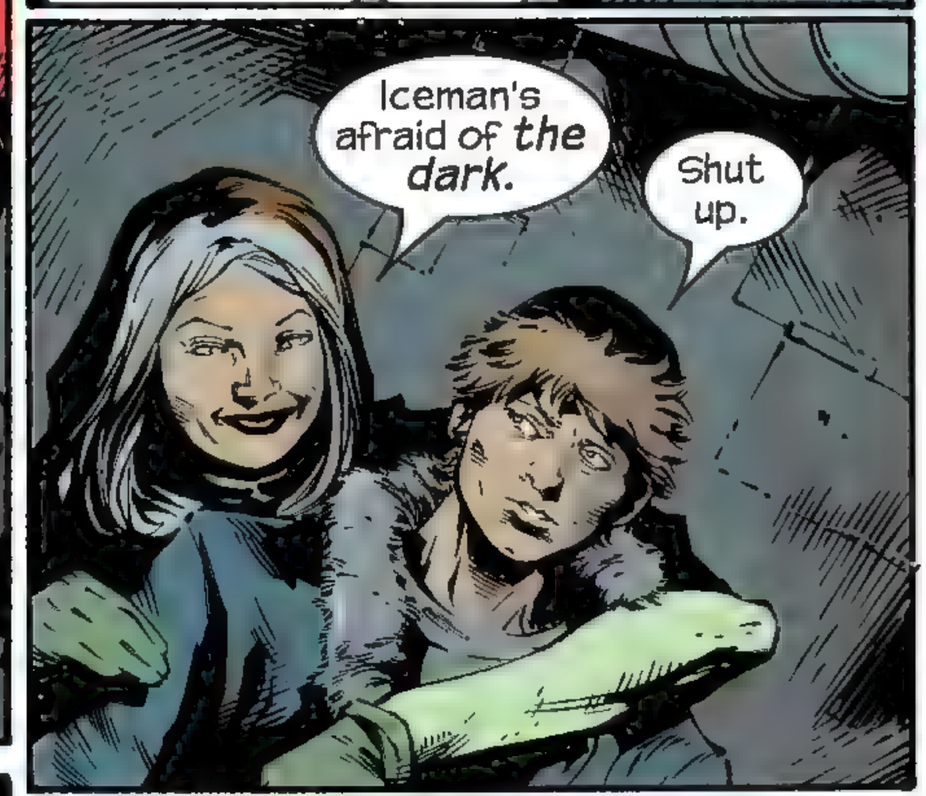
This *could* be a rescue mission, you *idiot.* We don't want them to hear us coming!

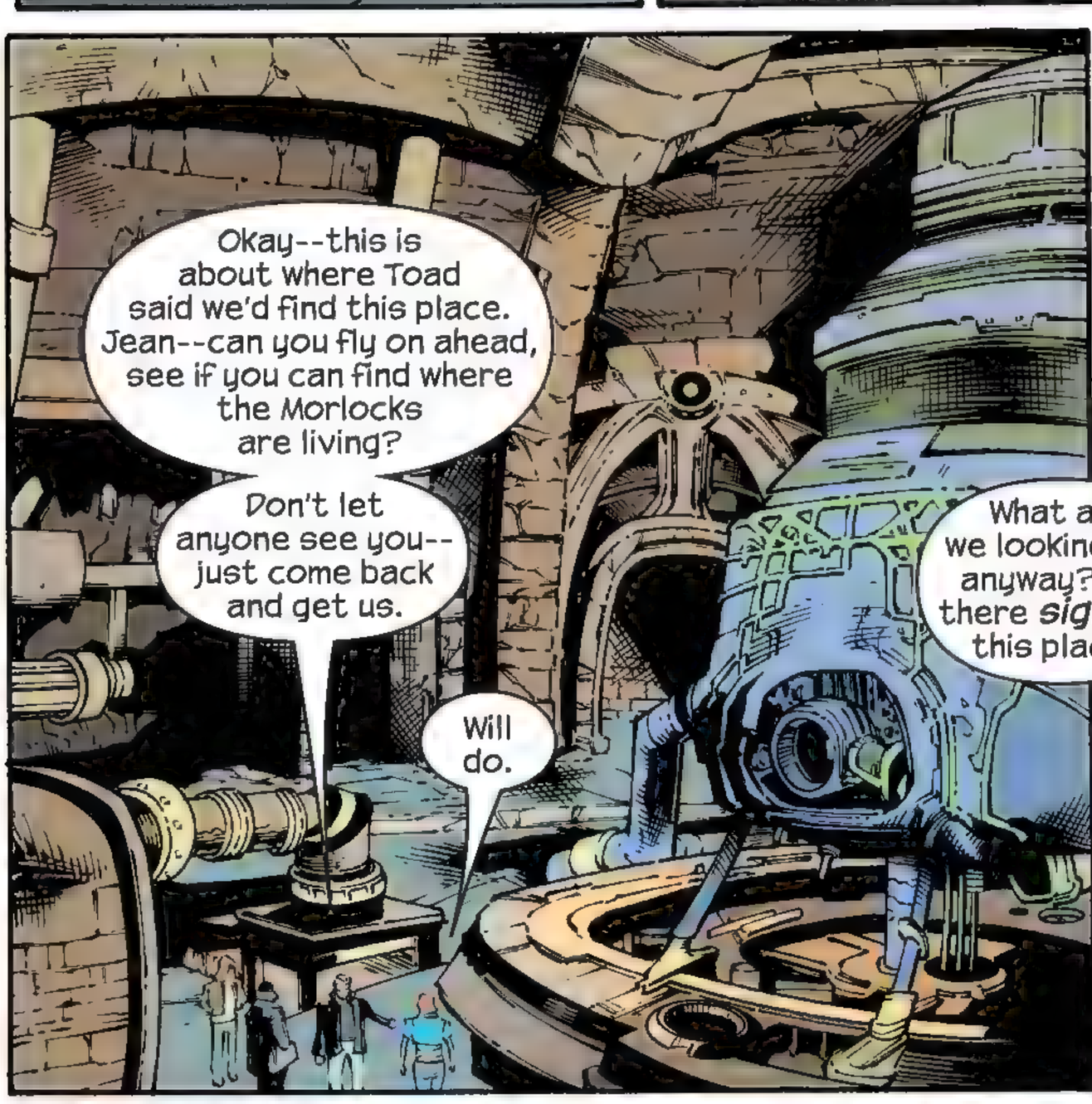
Sorry.
Sorry.
I didn't know we were *sneaking.* Nobody told me we were sneaking.

Okay--sneaking--totally sneaking.

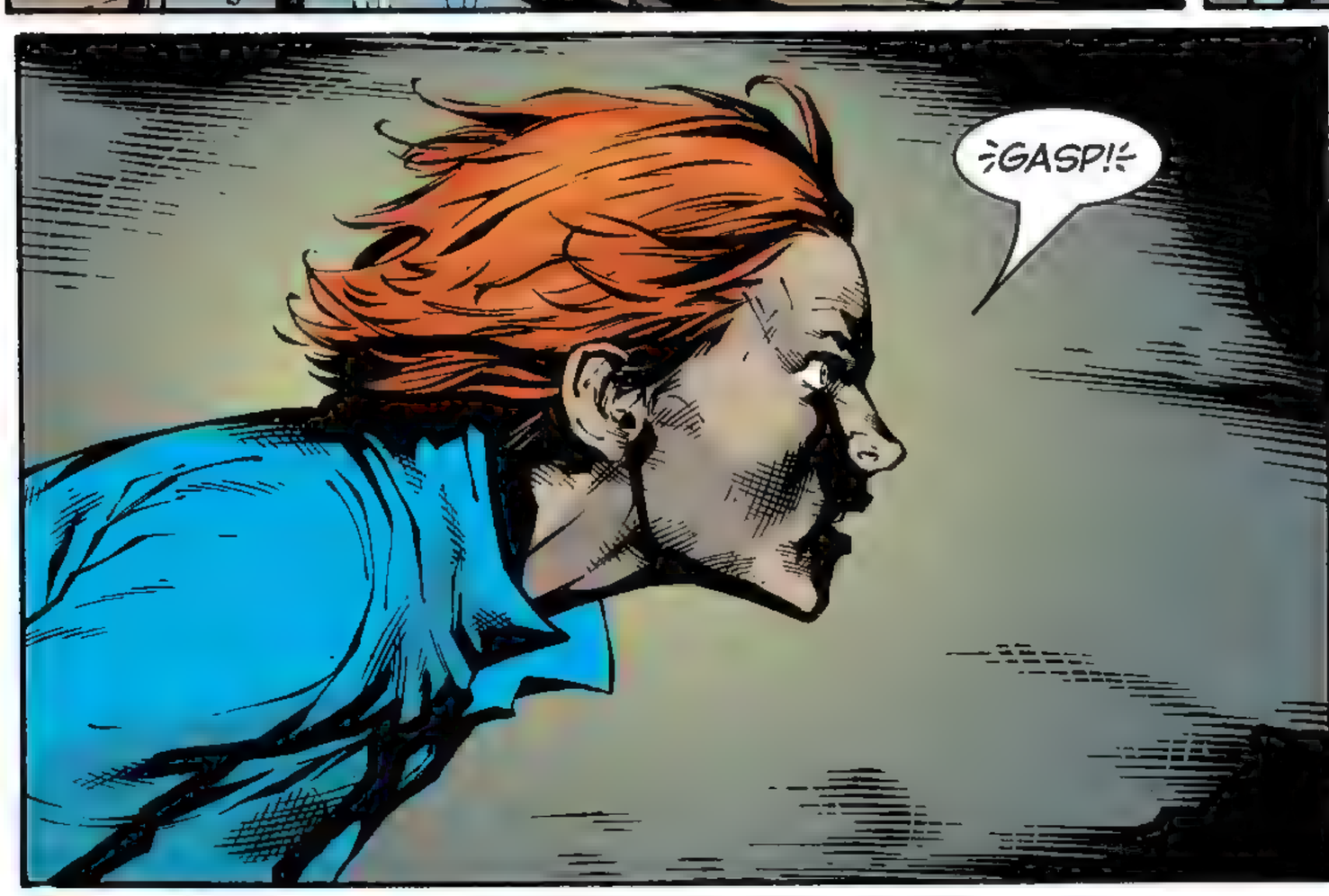
What is *with* you? It's only been a few weeks, Bobby. You can't be *this* out of practice.

It's *dark* down here--I don't know--I'm kinda--I don't know--*scared.* I ramble when I'm scared.
Sorry.


Iceman's afraid of *the dark.*
Shut up.


Okay--this is about where Toad said we'd find this place. Jean--can you fly on ahead, see if you can find where the Morlocks are living?
Don't let anyone see you--just come back and get us.
Will do.

What are we looking for, anyway? Are there *signs* to this place?
I have no clue. Toad didn't tell me much.


÷GASP!÷

What just *happened*?!
I don't smell *pumpkin pie* anymore!

NOW, MORLOCKS!
KROOM!!
SCOTT!
Focus, Red-- you've got problems of your own.
THWAK!
Really? Where?
KROOM!
It's them-- it's the X-Men! They've come to get their two spies!
Let's show them a *warm* welcome!
Two spies?

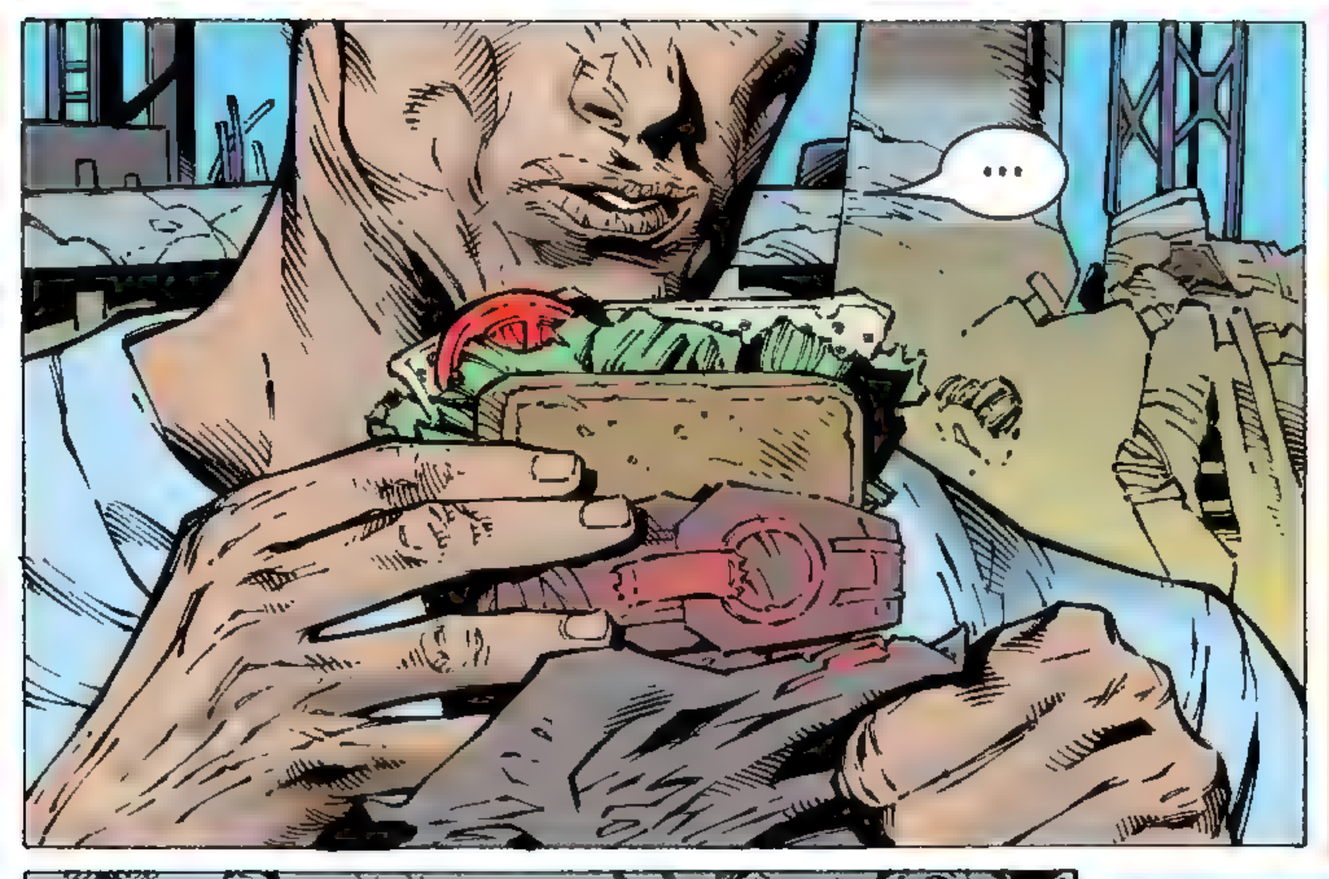
A Construction Site In Chicago, Illinois.
Near Emma Frost's School, The Academy Of Tomorrow.

Are you sure?

No, friends, you go--enjoy your lunch. I will eat my sandwiches here and watch the tools.

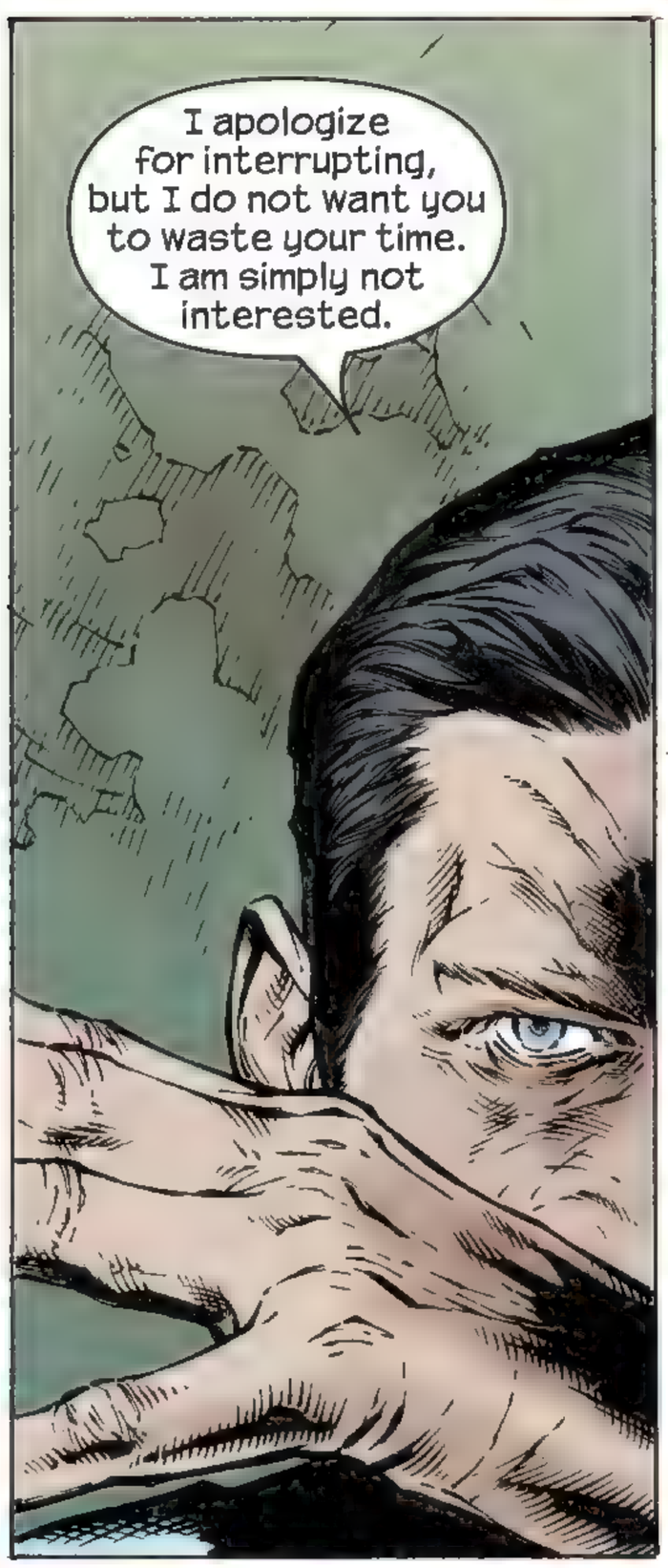
I need to save my money anyway. I'll be *fine* here.

If you say so, newbie. We'll see you in an hour.



Bishop. I have almost exactly one hour, but I ask that you leave me at least a few minutes to finish my lunch.
It is good to see you, Ororo. What do you have to talk about?

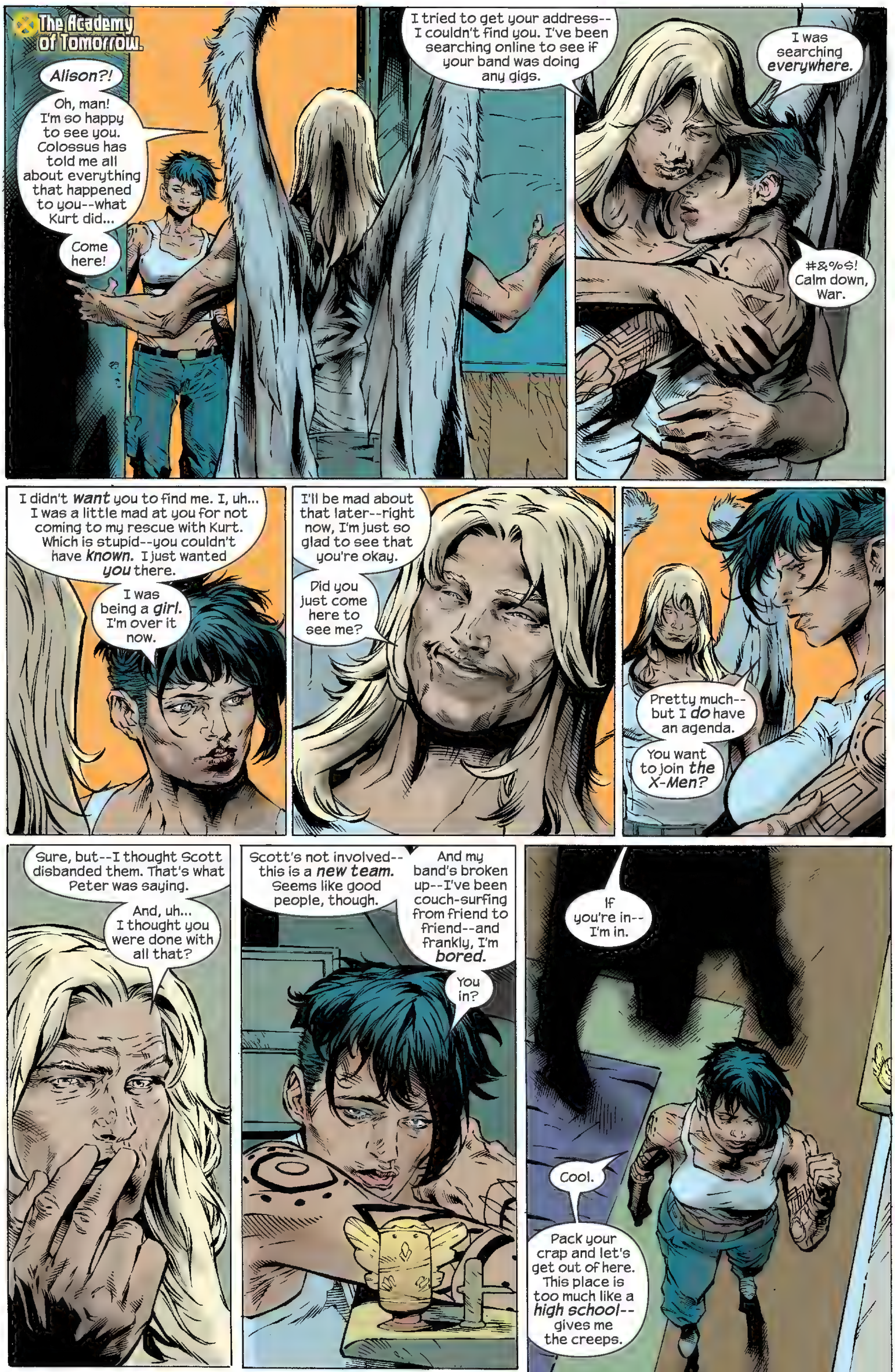
Cyclops may have disbanded the X-Men--but we're forming a new team. You are--


I apologize for interrupting, but I do not want you to waste your time. I am simply not interested.

I was happy to hear Scott had put an end to this. I am happy now. I have an apartment here, this job. I am close to Jean-Paul--he is even thinking about moving in with me after this semester.
Things are good.
I have had a lot of violence in my life. The Mafia, the X-Men...I welcome a break and am not anxious to return to that life.
I am *tired*, Bishop.
Let me have my rest.

Fair enough. I'm not going to *beg* you.
Come on, Storm.

It was good seeing you, Peter. I'm happy for you.
Thank you, Ororo.


The Academy of Tomorrow.
Alison?!
Oh, man! I'm so happy to see you. Colossus has told me all about everything that happened to you--what Kurt did...
Come here!
I tried to get your address--I couldn't find you. I've been searching online to see if your band was doing any gigs.
I was searching everywhere.
#&%$! Calm down, War.
I didn't want you to find me. I, uh... I was a little mad at you for not coming to my rescue with Kurt. Which is stupid--you couldn't have known. I just wanted you there.
I was being a girl. I'm over it now.
I'll be mad about that later--right now, I'm just so glad to see that you're okay.
Did you just come here to see me?
Pretty much--but I do have an agenda.
You want to join the X-Men?
Sure, but--I thought Scott disbanded them. That's what Peter was saying.
And, uh... I thought you were done with all that?
Scott's not involved--this is a new team. Seems like good people, though.
And my band's broken up--I've been couch-surfing from friend to friend--and frankly, I'm bored.
You in?
If you're in--I'm in.
Cool.
Pack your crap and let's get out of here. This place is too much like a high school--gives me the creeps.

ZAPP!!
We're outnumbered, guys--don't give them an inch!
We can do this, people!

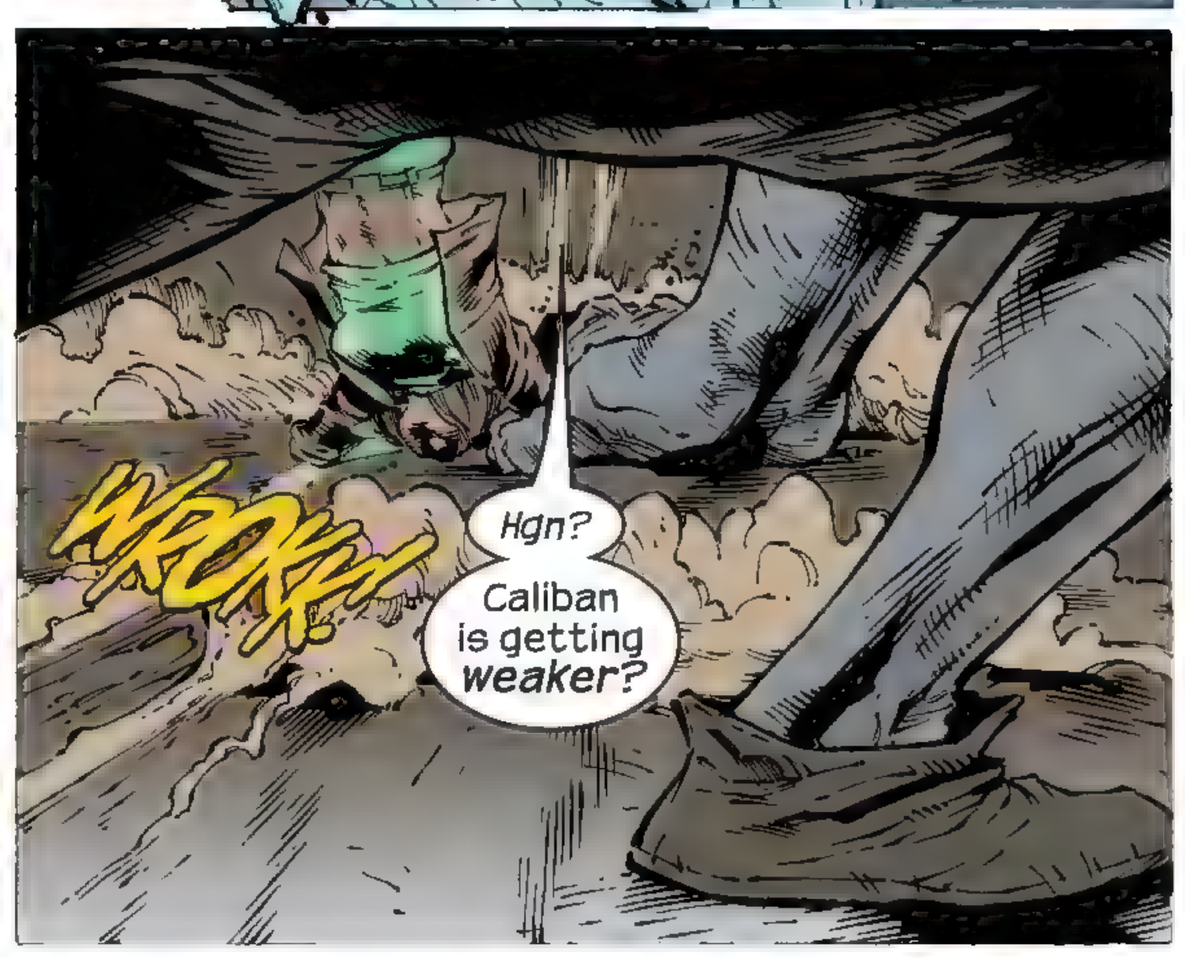
Where'd you--
Brought the visor just in case we got in a fight.

All I brought were *these.*

Oh--and Scott, X-Men--just call us *X-Men*--just for tonight.
It's *okay,* really.
Calling us *"guys"* and *"people"* is getting old *quick.*

Foolish mutant--too much talk--too much focus on looking *pretty* for the humans--too clean.
Caliban will defeat you *easily!*

Luckily--he didn't come *alone!*
What harm does the *female* think she can inflict on Caliban?
Plenty of--


WOOF!
Hgn?
Caliban is getting *weaker?*

Thanks for the powers! I think I'll take them for a spin!

SHOOM!

You seem to be the leader--what is it you *want?* Why did you attack us?!
We want to be left alone--we want you to *leave!*
We can't do that without our man--we just want him and we'll go.
Your men are prisoners of *war* and they are *ours* now. You will leave without them *now!*
Prisoners? We sent one man--not to *spy* on you--but to *help* you! Where *is* he?!

Ungh.
Where? The Morlocks--did they--?
Stay *calm,* Toad--I'm getting us out of here. Right now.

You're strong--you can take my blasts--shrug them off!

But I'm sure if I try--

KRAK!!
I can get you *off-balance!*

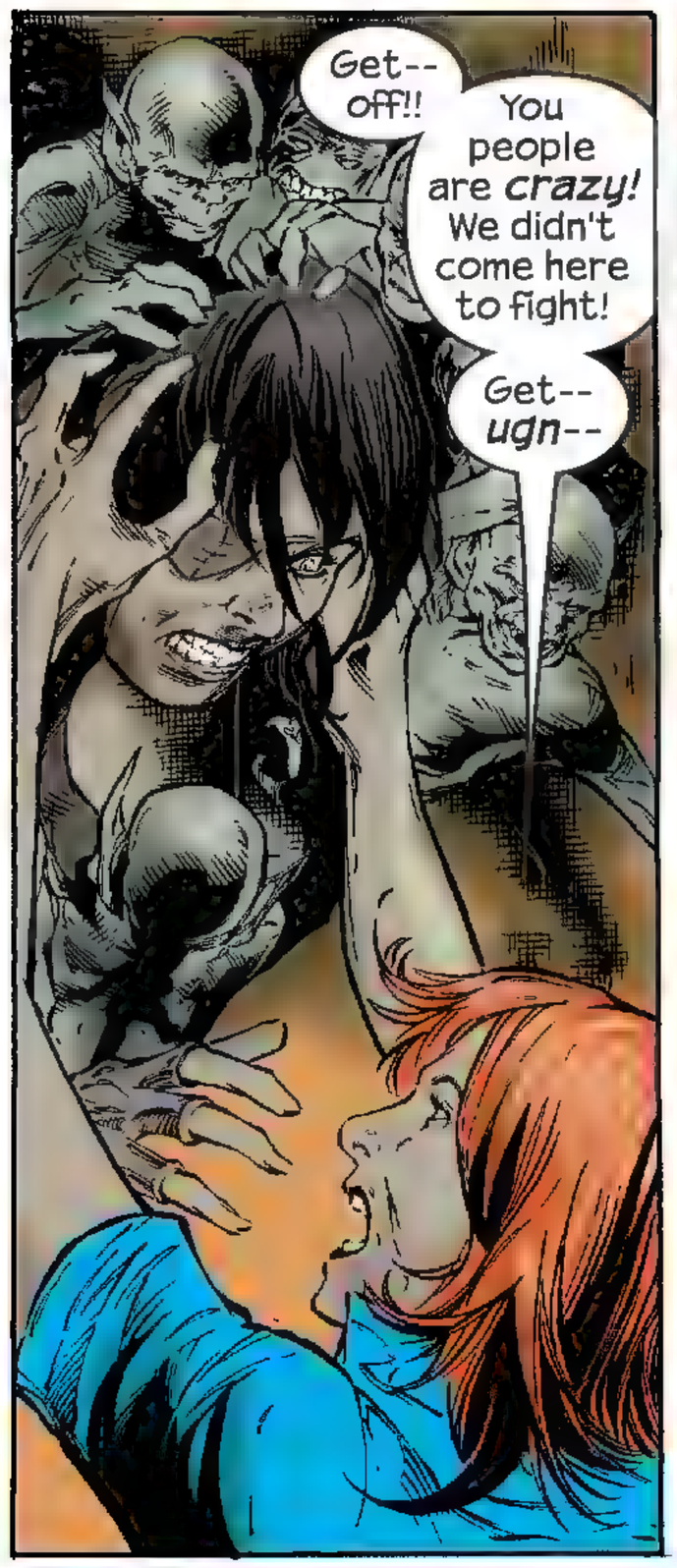
BAMF

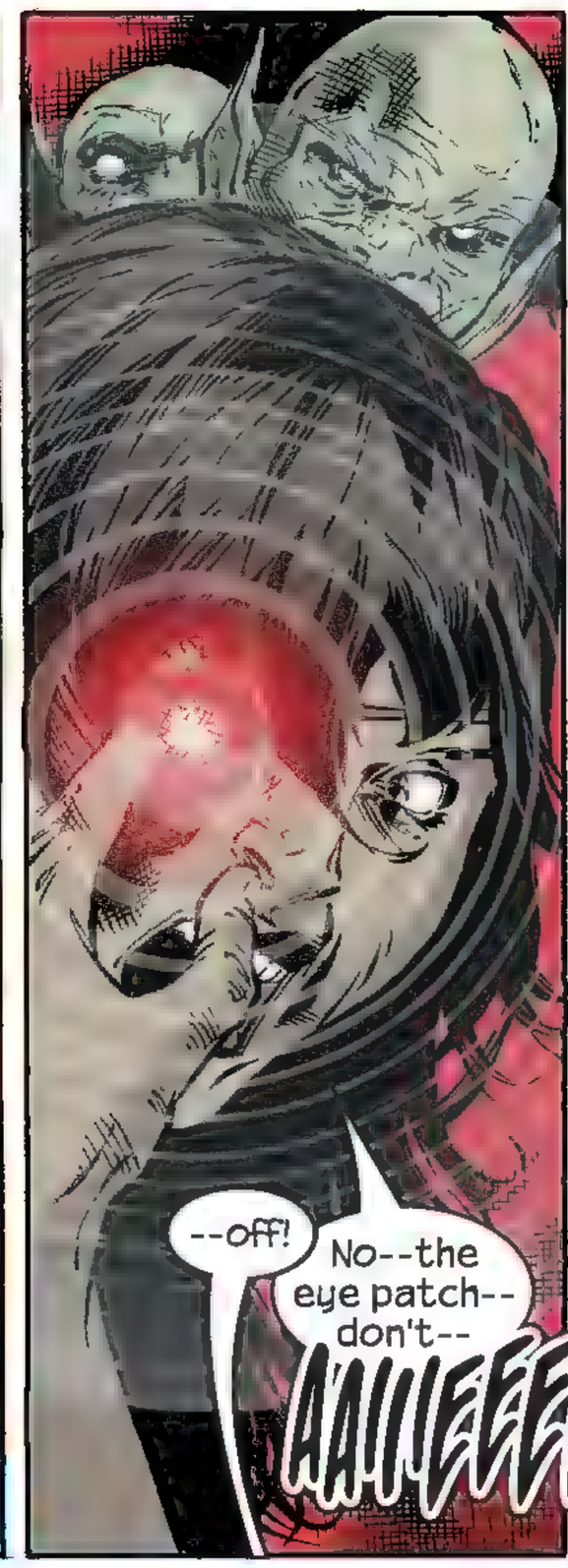
IRK!

Kurt--why are you--?!

No time!

BAMF


Get--off!!
You people are *crazy!* We didn't come here to fight!
Get--*ugn*--


--off!
No--the eye patch--don't--
AAIIEEEE!

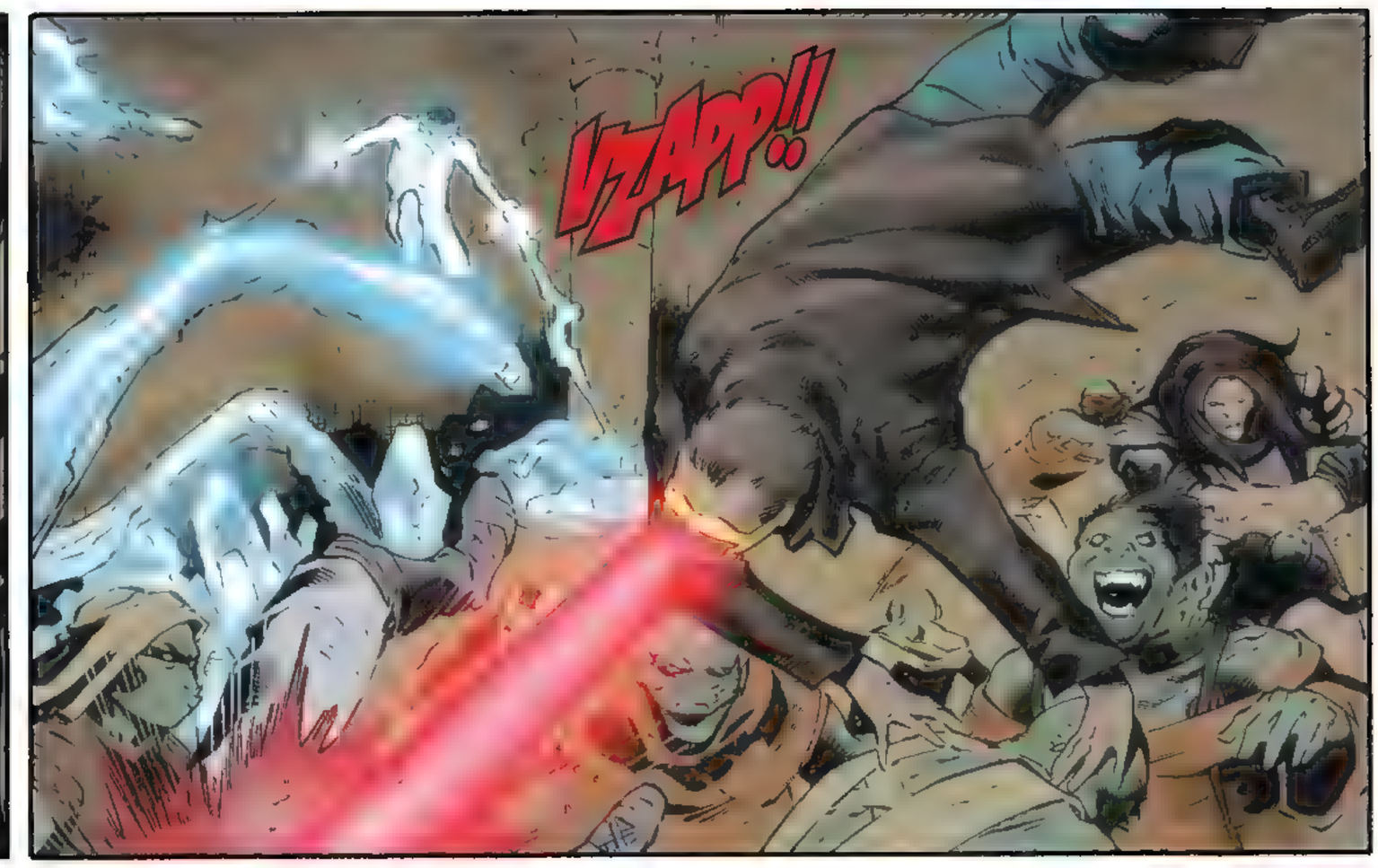
SCRRGGGG!!

JEAN!

Mphg!!

Oh, no...

I'm coming, Jean!
WHUMP!



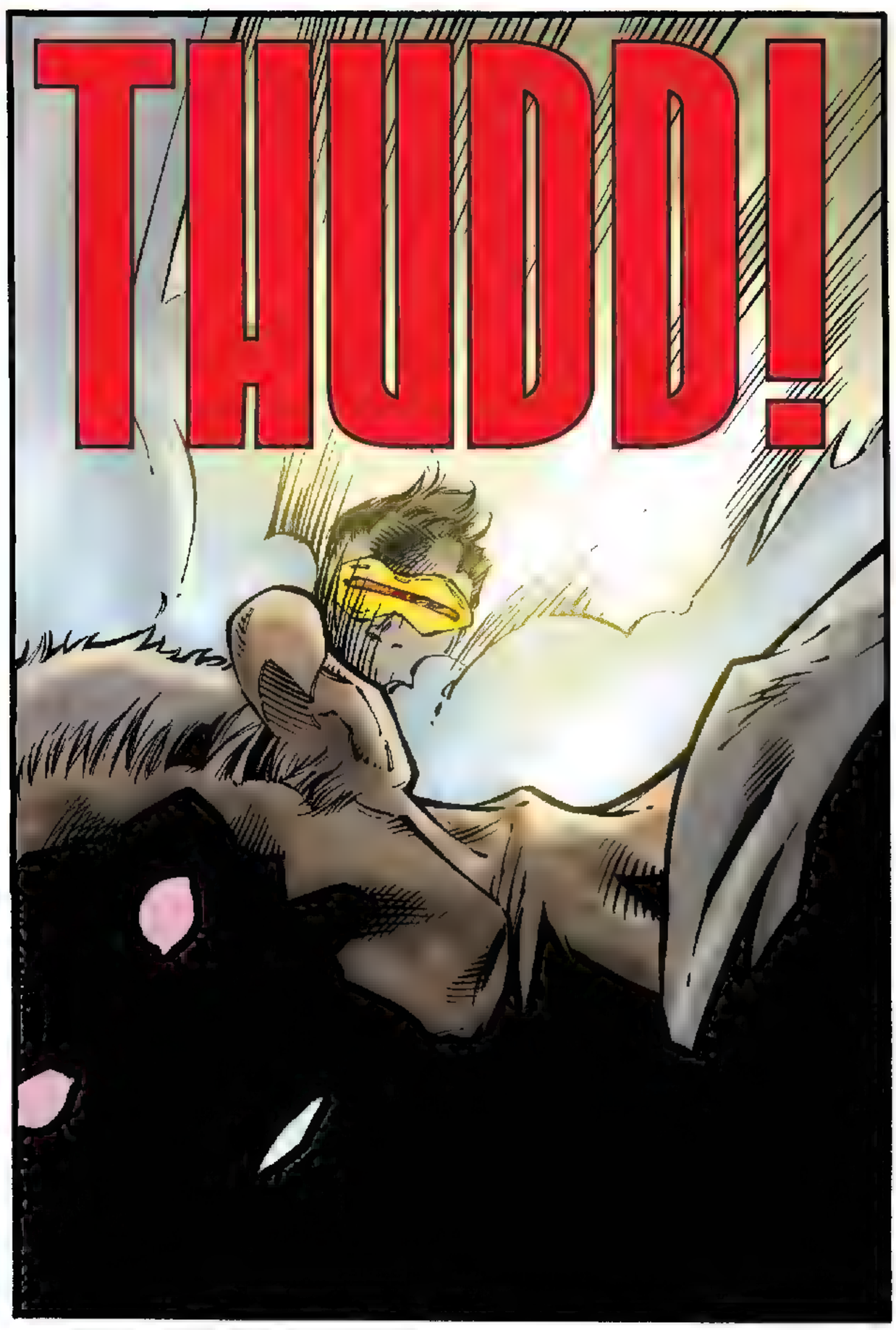
We just want to be left alone-- but we will *defend* our home from outsiders. You should not have come here. You need to be made an example of...

I'm sorry-- but you have to *die* for your mistake.

BAMF
No.

He doesn't.
FLAP FLAP FLAP FLAP

Kurt.
What did you *do?*

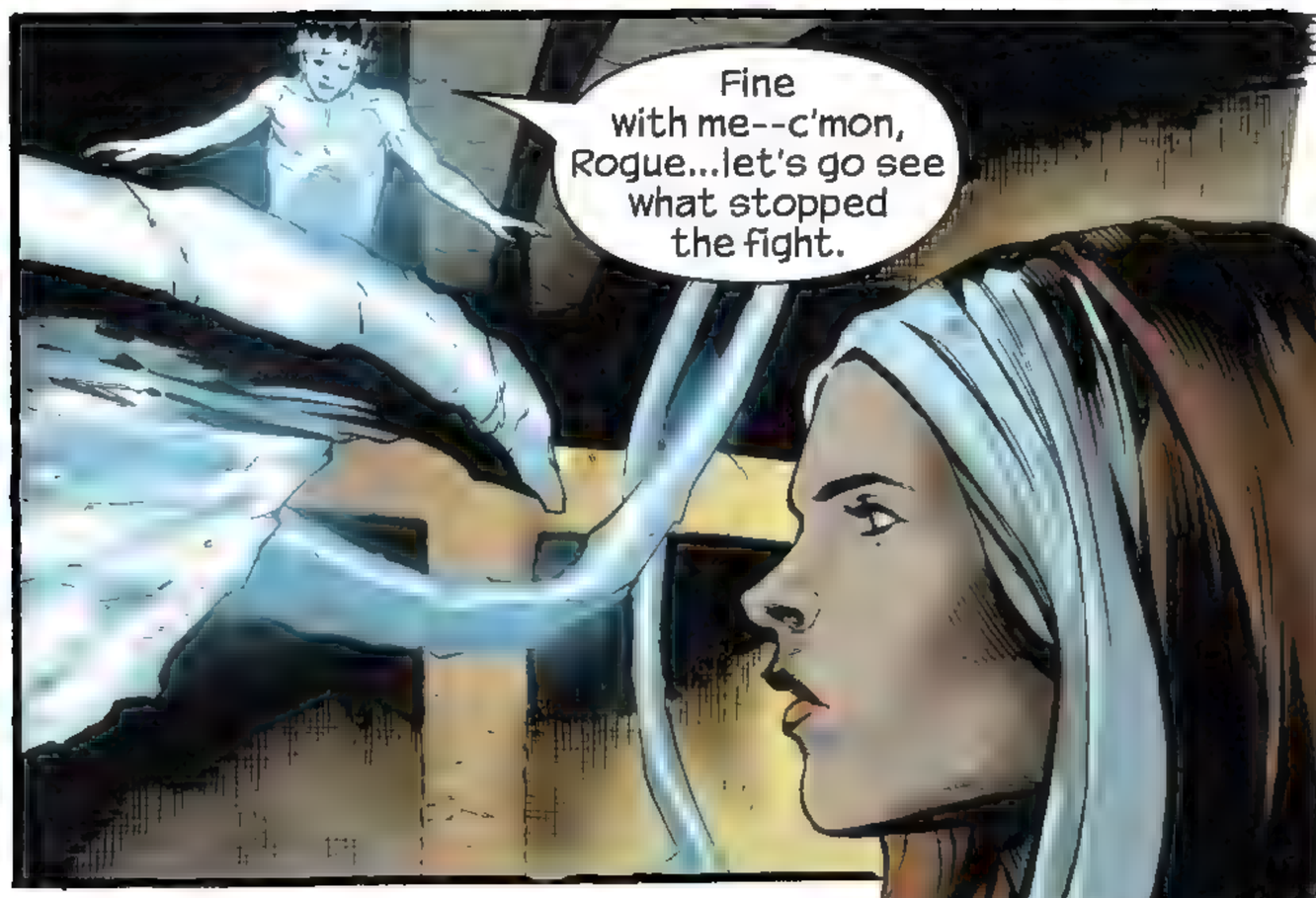

THUDD!

Caliban is sorry, Callisto.
THOK!

Why--?

Knocking her out is the only way to stop them. They would have *killed* you.
Caliban couldn't let that happen.

Hey--what are you--?!
Are we *not* fighting now? Are we *done*?


Fine with me--c'mon, Rogue...let's go see what stopped the fight.

Please, we need to *stop* fighting. I didn't *want* to kill him. You shouldn't have attacked these people.
This isn't right--having this place down here, for mutants like you--like *us*--is great, but preparing to attack anyone who comes down here is foolish.
This place won't survive another attack like this. There has to be another way.
I'm sorry Sunder had to die, but--

No, he's not dead. Only hurt.
He will *heal* from this--it will just take *time*. He is very *strong*, that is why we made him leader.

I think it is time that we use better reasons to elect a new leader.

Jean? Are you okay?
Yeah, I'm-- I'll be *fine*. I was just taken off guard. What about you?
It hurts as bad as it looks-- but I'll be *fine*.

Toad?
Here. I'm sorry about this, Scott. I didn't mean for--
Later.

Kurt, we really appreciate your help here. It's good to see you back in action. Please--come with us. We only want to help you. I think it's time for you to come *home*.
No.

What do you mean, *no?* You need us, Kurt. We can help you deal with your anger. We can take care of you--sort you out. We want to *help* you. We're your *friends*, Kurt.
You need to come back with us.
What I *need* is to feel accepted-- I need a place where I feel like I *belong*. I don't want to live where I stand out-- where I'm the *odd* one-- the *ugly* one.
I don't want to feel *inferior* anymore, Scott.
I'm sorry for what I've done to you-- to Dazzler. I'm dealing with that as best I can--but what I *need* right now--is to stay *here*.

...
Fine.

If you ever *need* anything-- anything at all. You know where to find us.
Goodbye, Kurt.

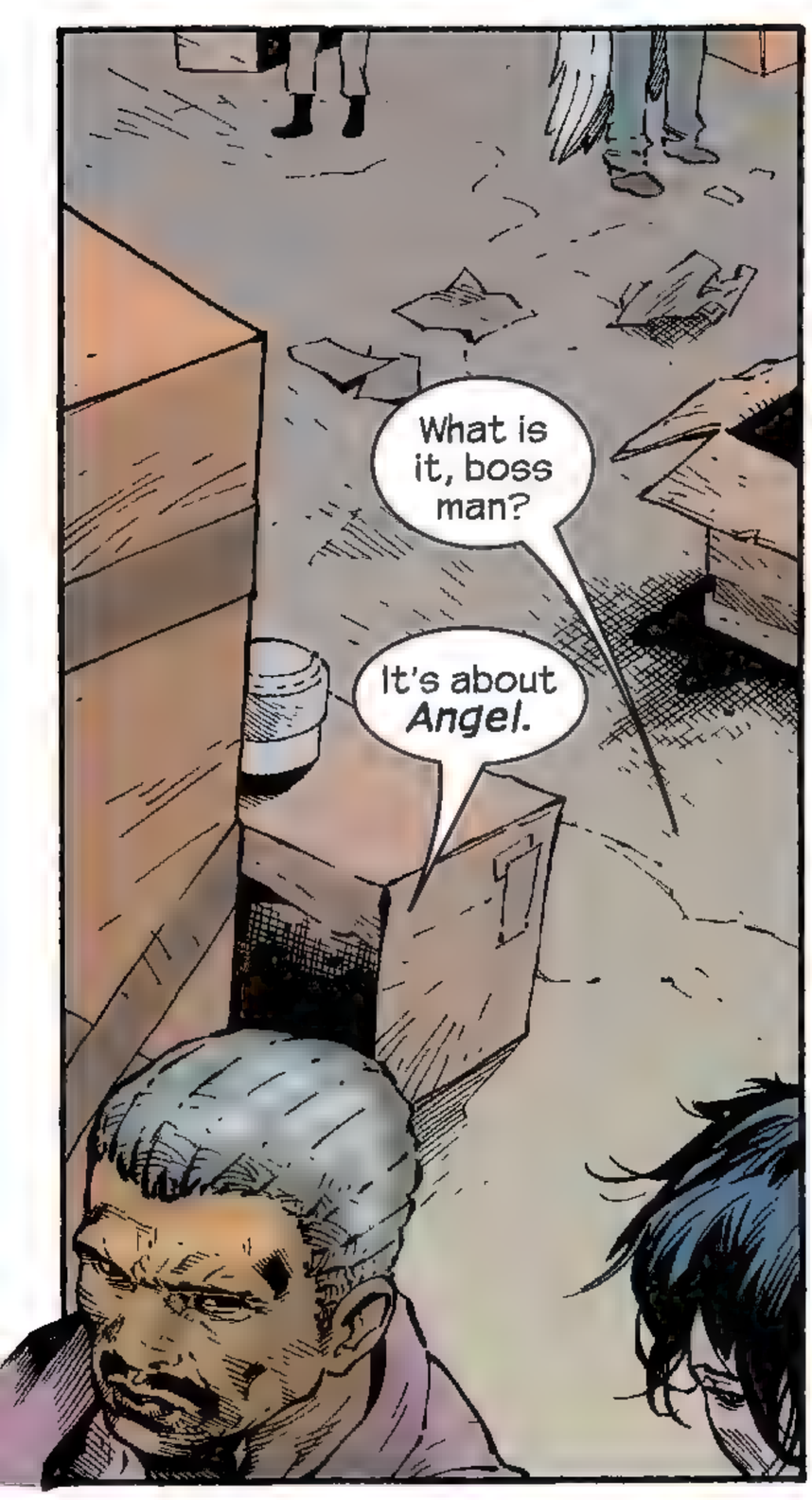
Sydney, Australia.

#@*$!

I don't think I'll be getting used to that any time soon.

So this is the place? This is where we live?

Yes, it is. As soon as we've completed recruitment, we'll focus on cleaning this place up--making it livable.

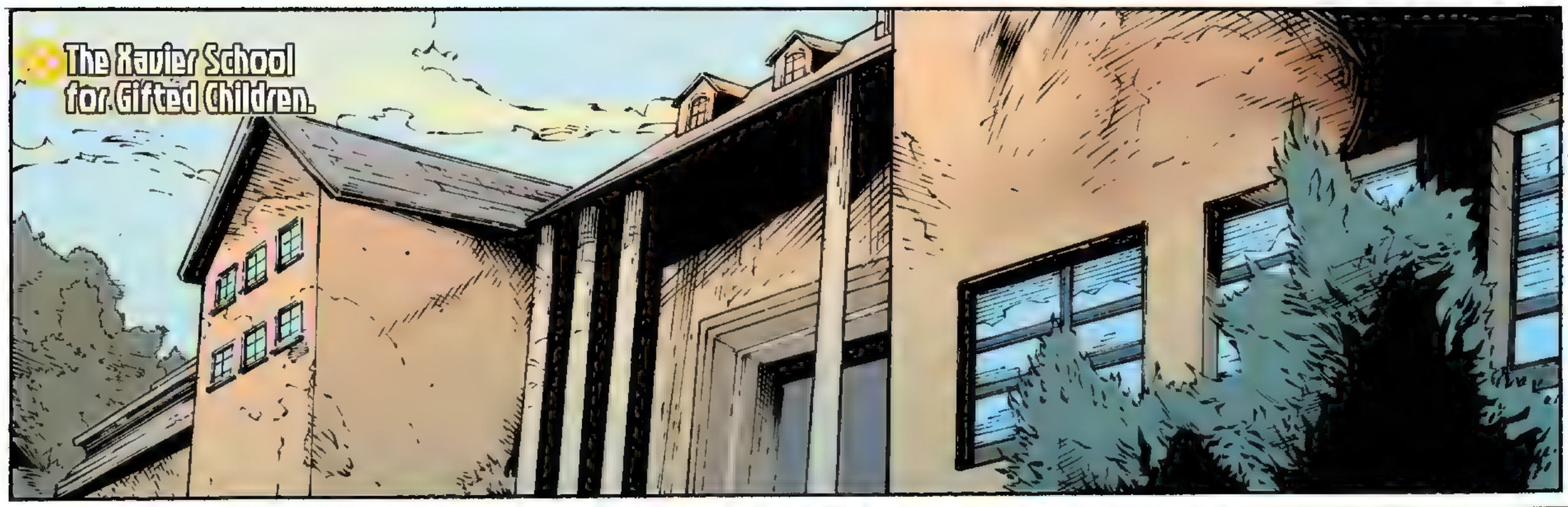

What is it, boss man?
It's about *Angel.*

I have a very specific plan for this team--who needs to be on it--the things we need to accomplish.
Your boyfriend *isn't* part of that plan.

I'm about two $&@%ing seconds away from telling you where you can stick it. If you want to boss around a bunch of kids--if this is a big power trip for you--
I'm *out.*

You've got a *plan,* huh? And it seems to me that *I'm* a part of that &*%@ing plan. You want *me*--you get *him.*
He goes? *I go.*
Understand?
Loud and clear.

Birdie Boy is *twice* the X-Man I'll ever be--you act like he's just getting in the way.
Jerk.

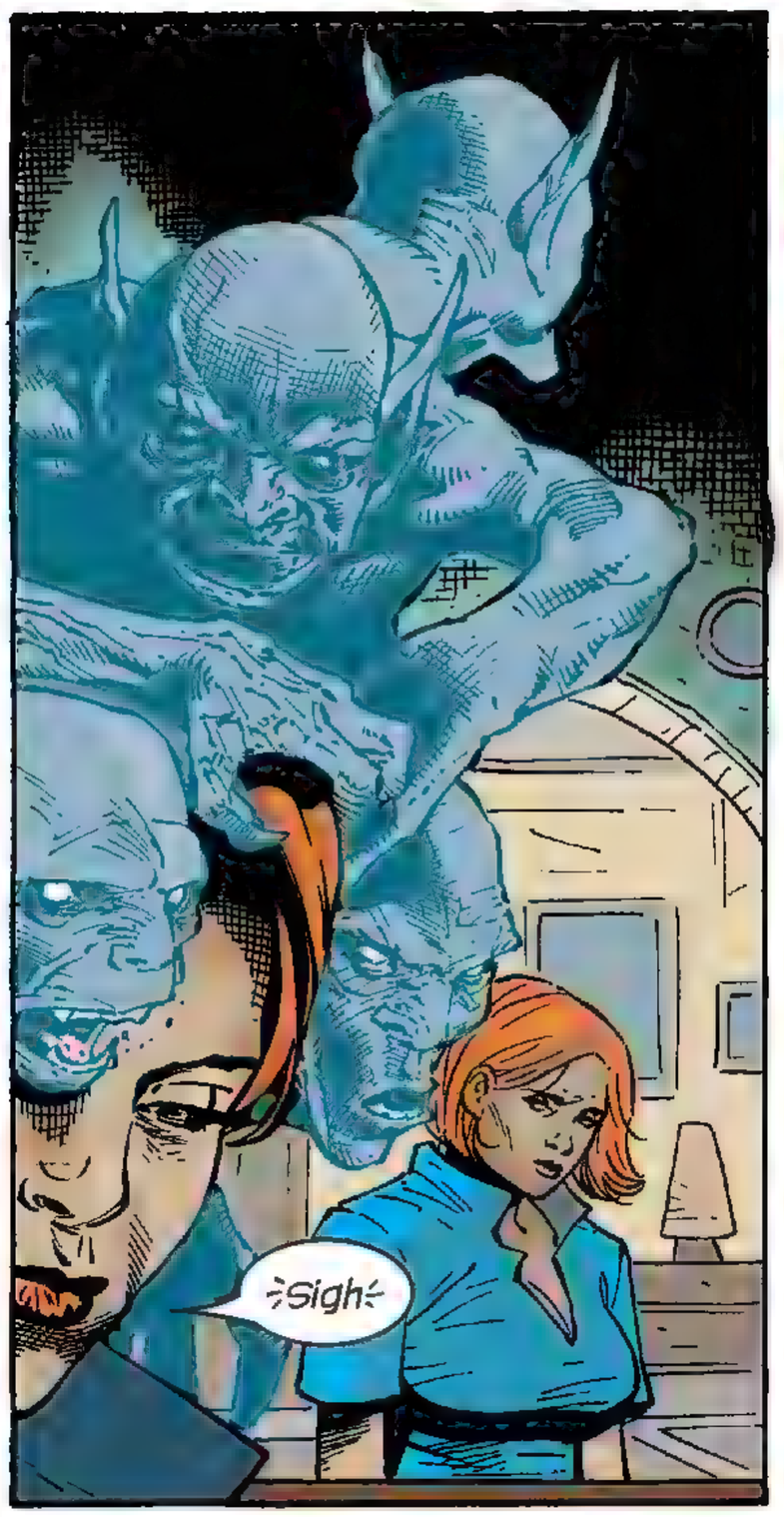

The Xavier School for Gifted Children.

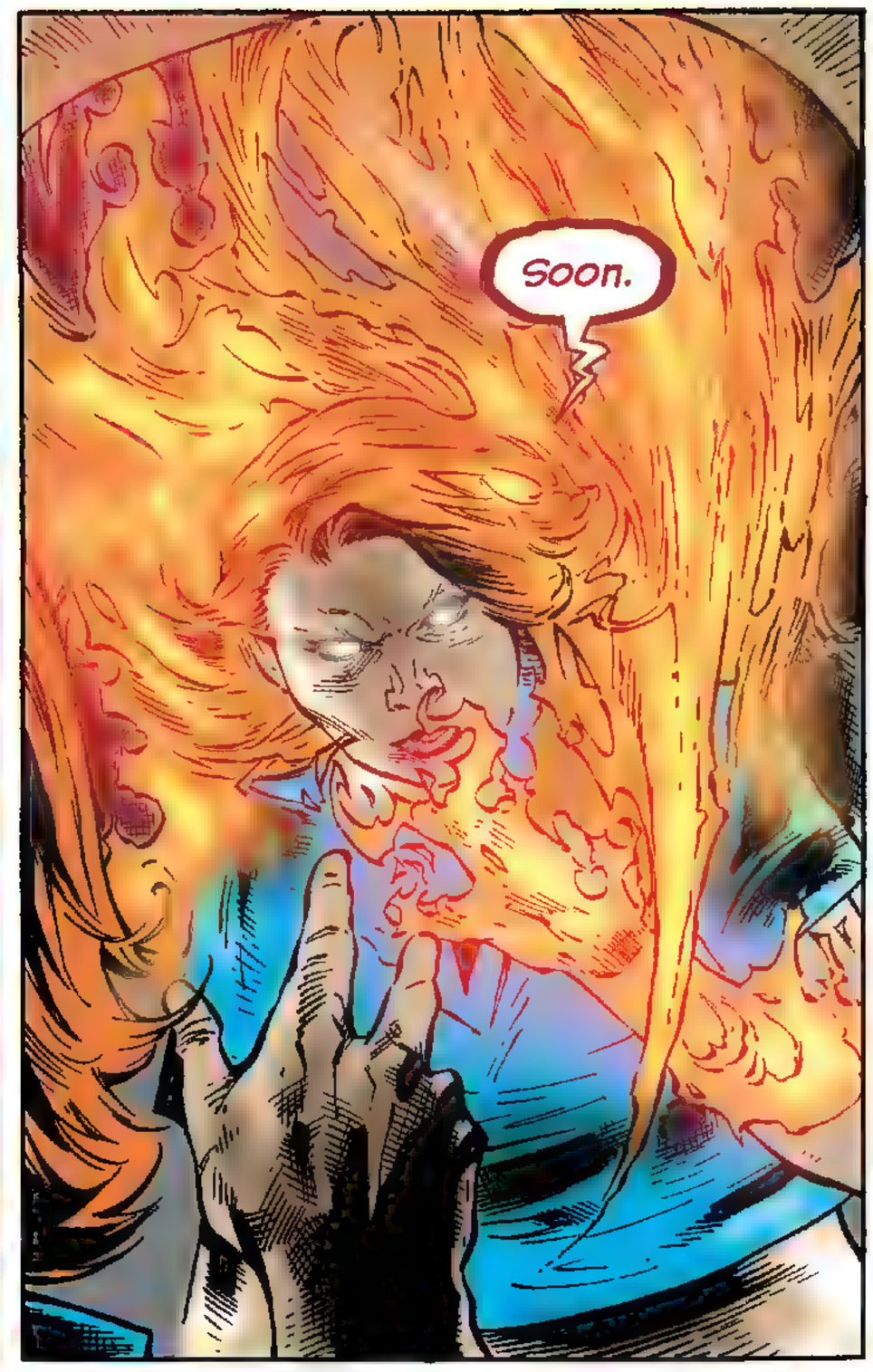
Well--that certainly *sucked.*
Sorry again.
I really just thought we could *help* them. It sickens me to know they're so ashamed of themselves that they think they *deserve* to live down there.
Jean?

I'm *tired,* Scott--I'm just going to go to bed.

What's *her* problem?
Maybe it's that she almost *died* today, you idiot.
Whatever--that's like *every day* for us--or, well--*used* to be.

CLICK

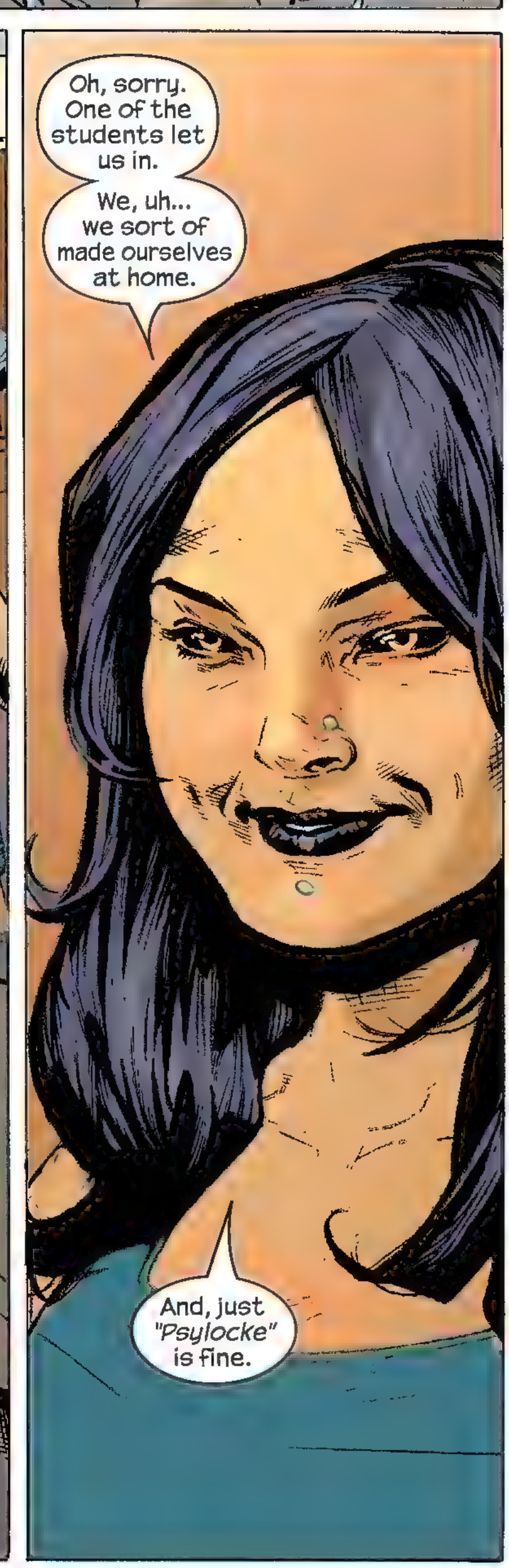

÷Sigh÷


Soon.

Okay, Bobby, I'll play just *one* game. I'd like to take a shower soon. I don't know why I'm even doing this. This is going to be embarrassing.
I *gotta* see this!

Uh...

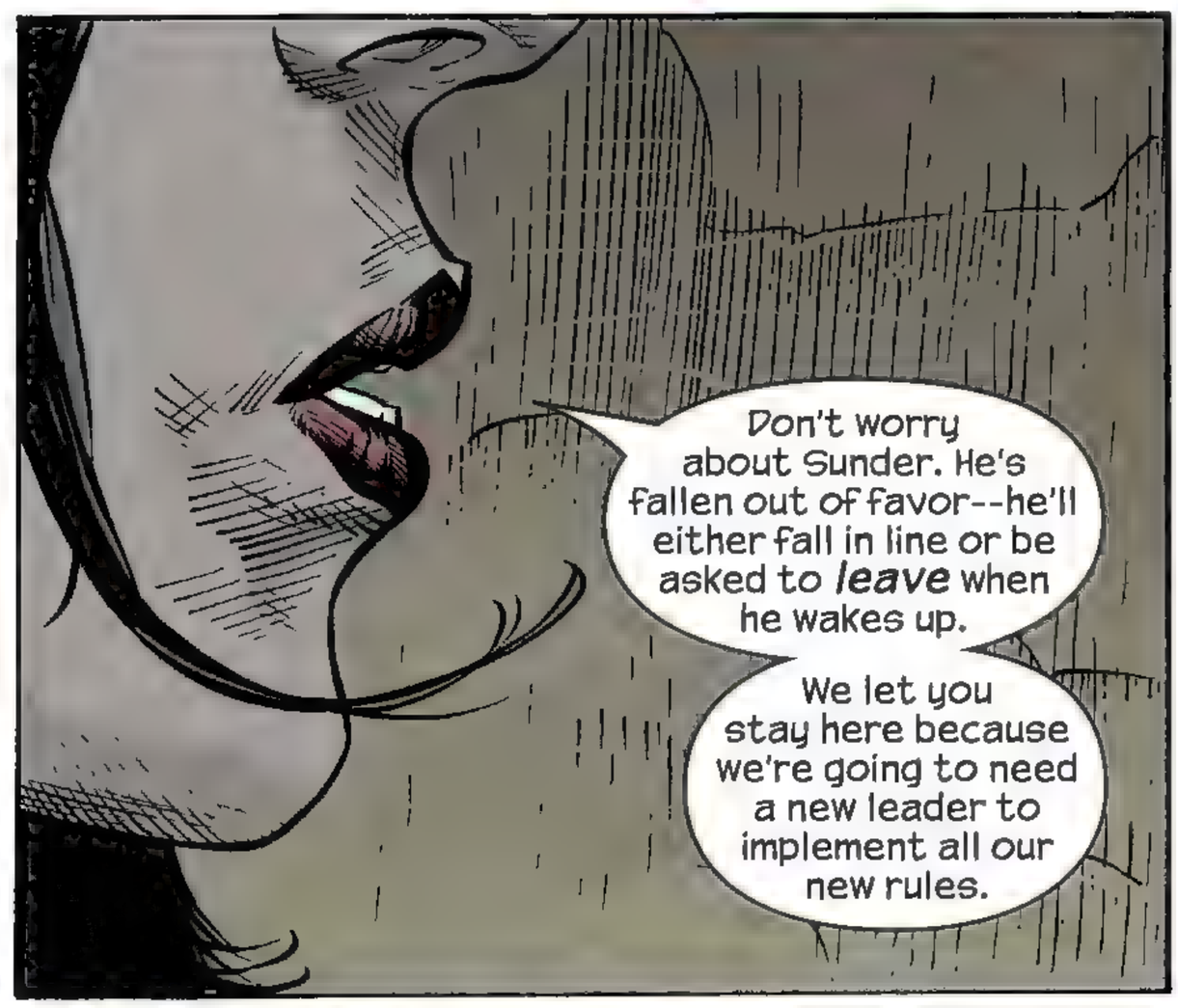
Kwannon?
Betsy?
RABBITS

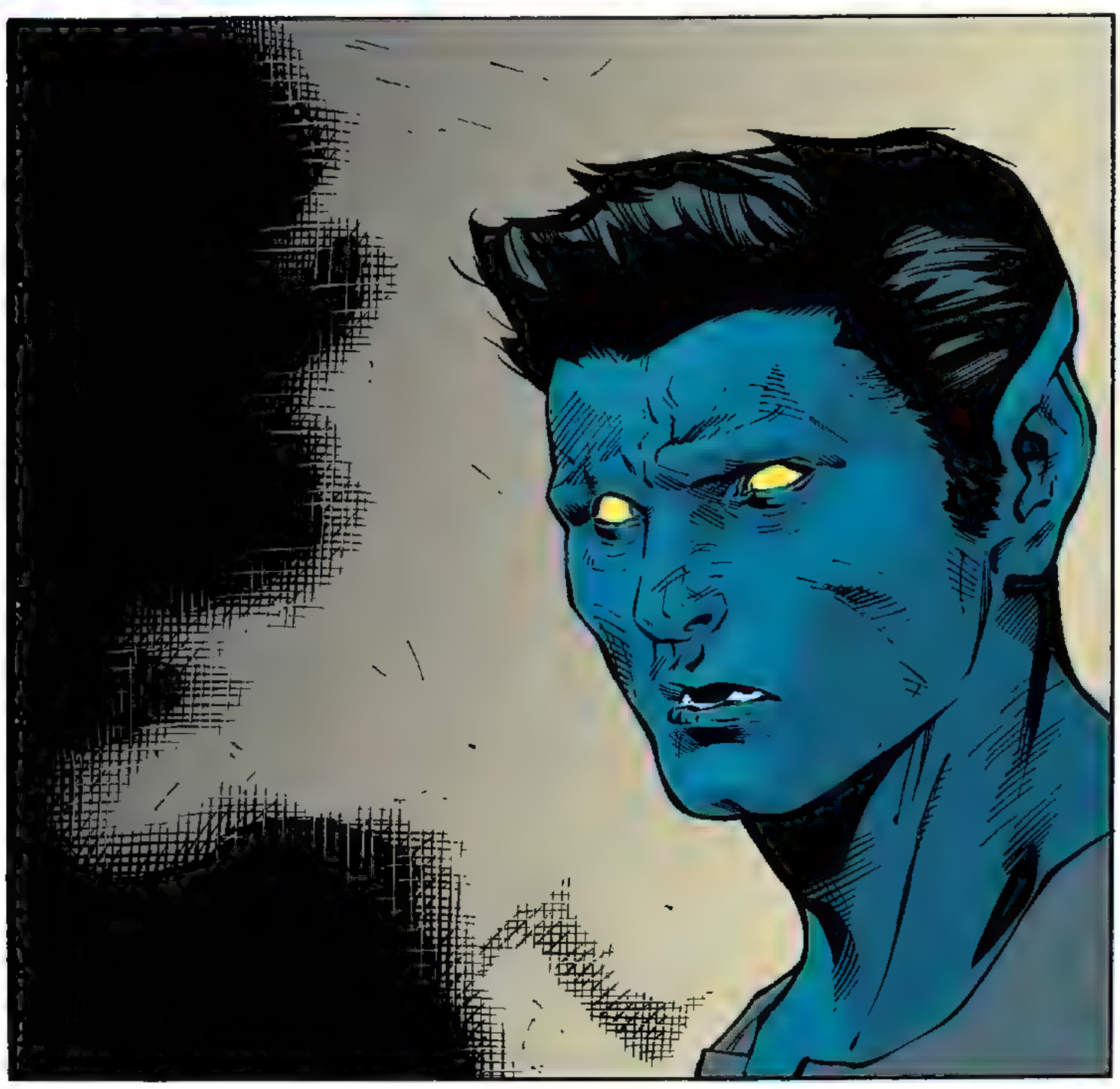

Oh, sorry. One of the students let us in.
We, uh... we sort of made ourselves at home.
And, just "*Psylocke*" is fine.

Thank you for letting me stay here.
And for the clothes.

I agree with you--I think we *all* do, actually. Violence should not be our first recourse to outsiders.
To prepare for war to the extent we had been doing is to *invite* it. It's almost as if we expected it so much, we almost welcomed it.
I think we're going to live by a new set of rules now.

I'm glad to hear that. I just don't want to have to be the one to tell Sunder when he finally wakes up.
In fact--I don't want to be anywhere near him.


Don't worry about Sunder. He's fallen out of favor--he'll either fall in line or be asked to *leave* when he wakes up.
We let you stay here because we're going to need a new leader to implement all our new rules.



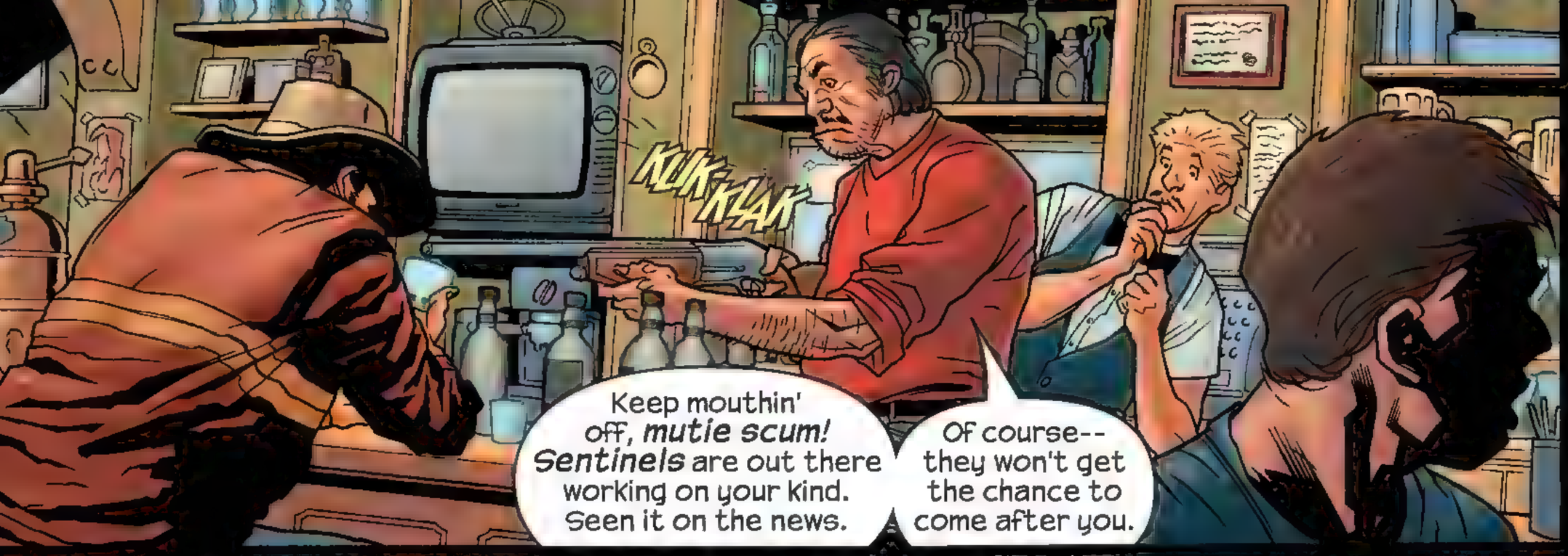
You--you mean--
You mean *me?*

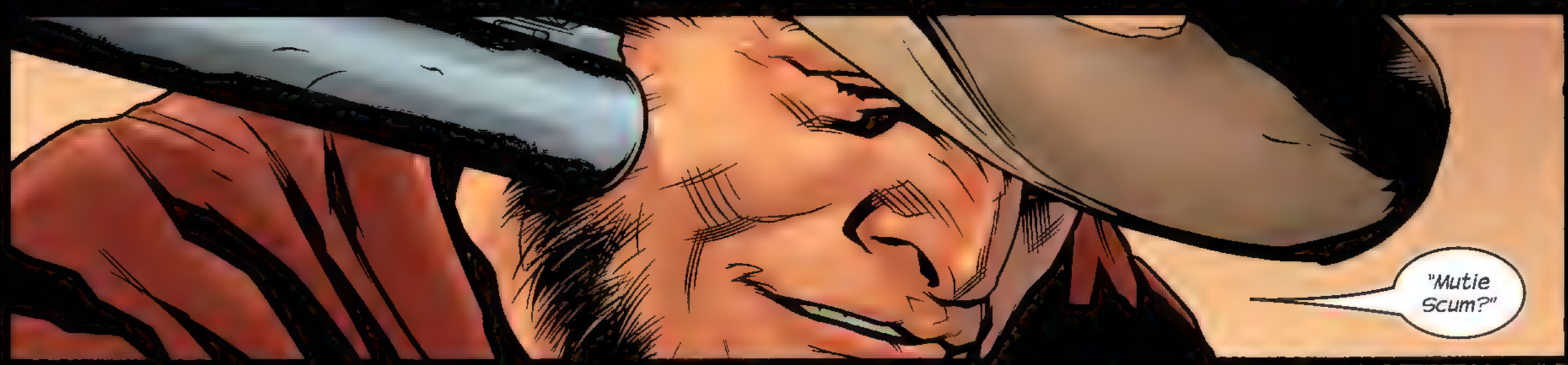
Yes, you.

ISSUE
84
PAQUETTE
LATOUNTE
PERU

SENTINELS

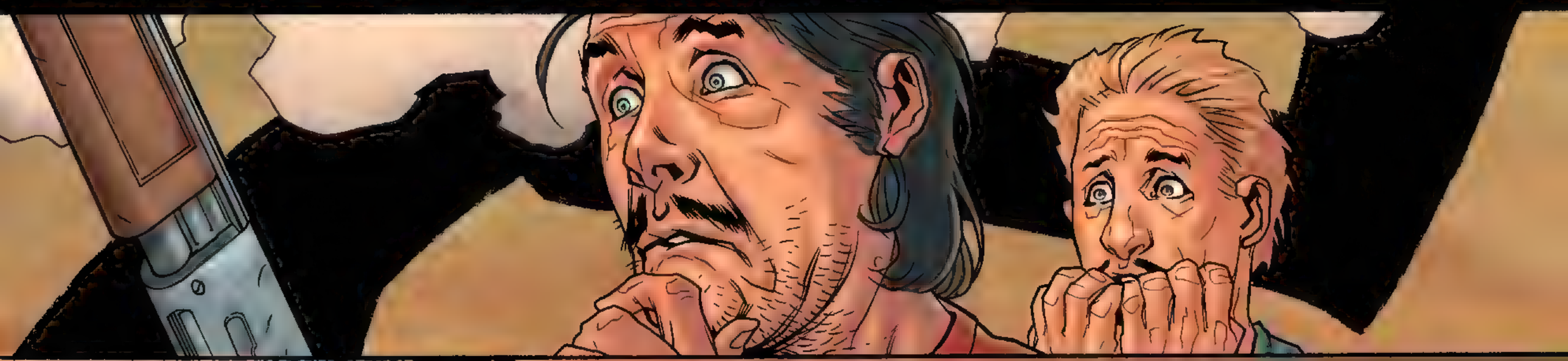
PART 1 (OF 5)


KUK-KLAK
Keep mouthin' off, *mutie scum!* *Sentinels* are out there working on your kind. Seen it on the news.
Of course--they won't get the chance to come after you.


"Mutie Scum?"

CHA-BOOM

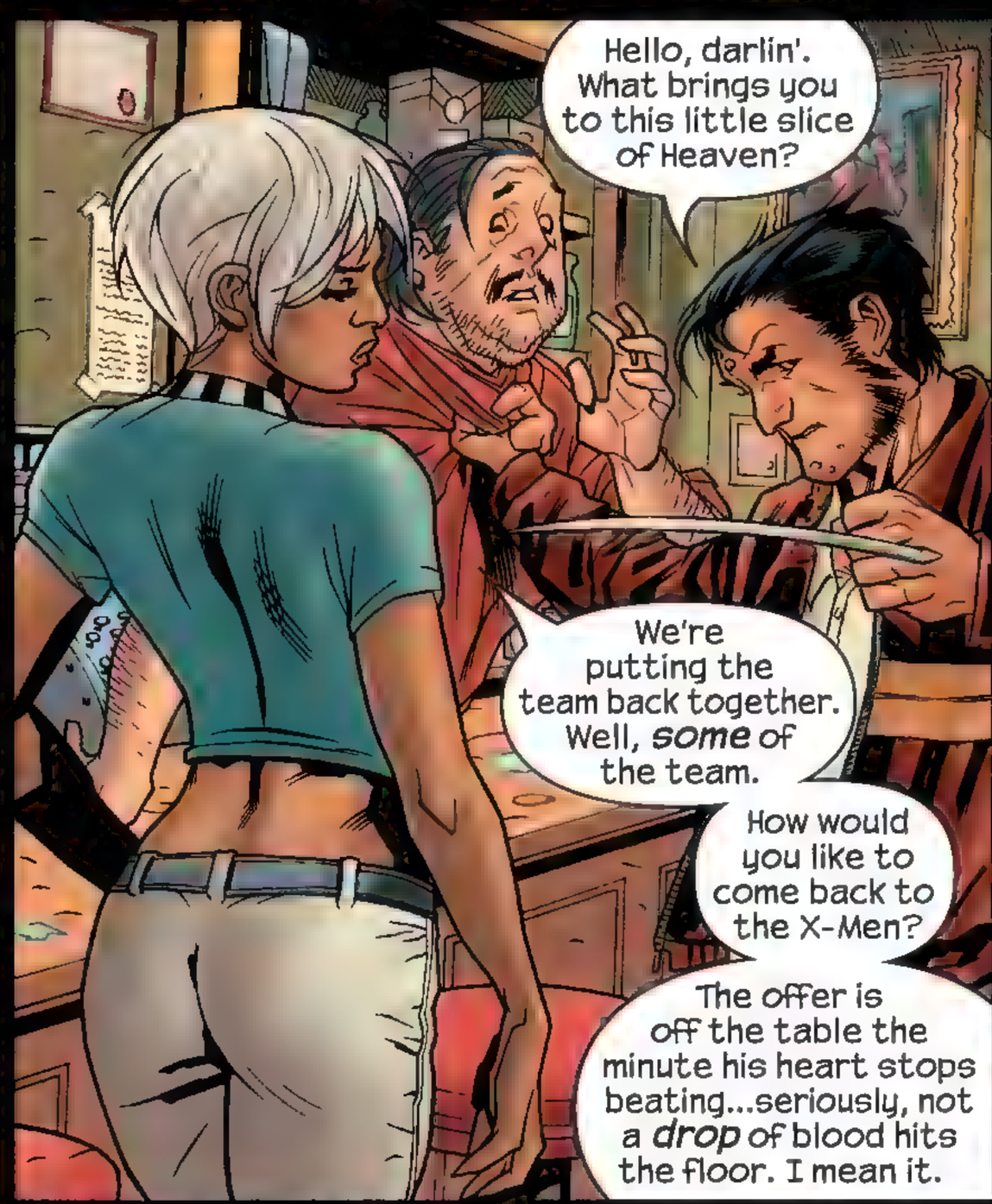
Cough!

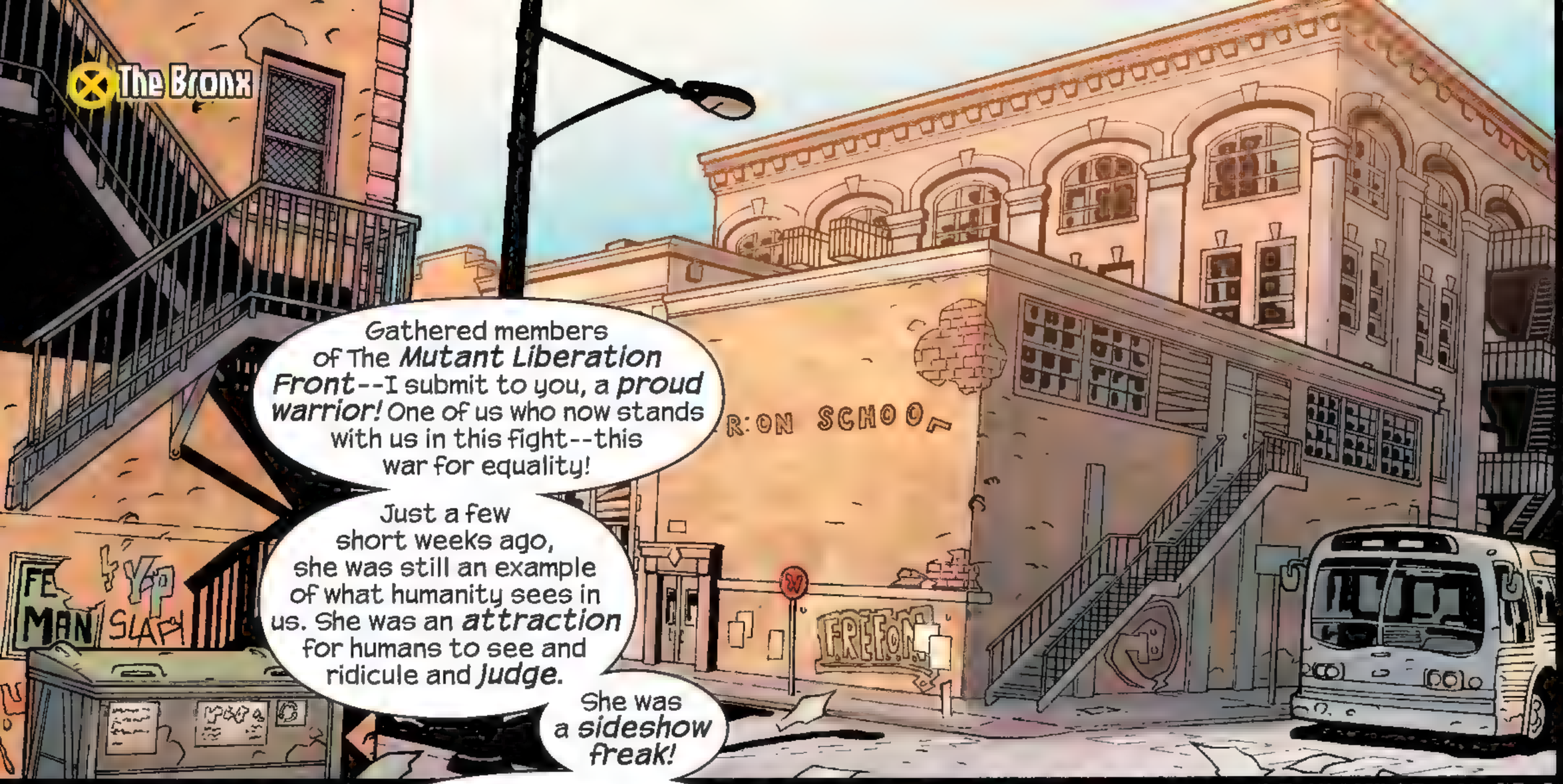


Not what you were expecting--*is it?*

C'MERE!
SNIKT
Seein' as how you tried to *kill me*--and would have succeeded if I wasn't so tough--does that mean this is *self-defense?*
You see--nothing butters my bread more than someone trying to off me--it puts me in a *real* bad mood...

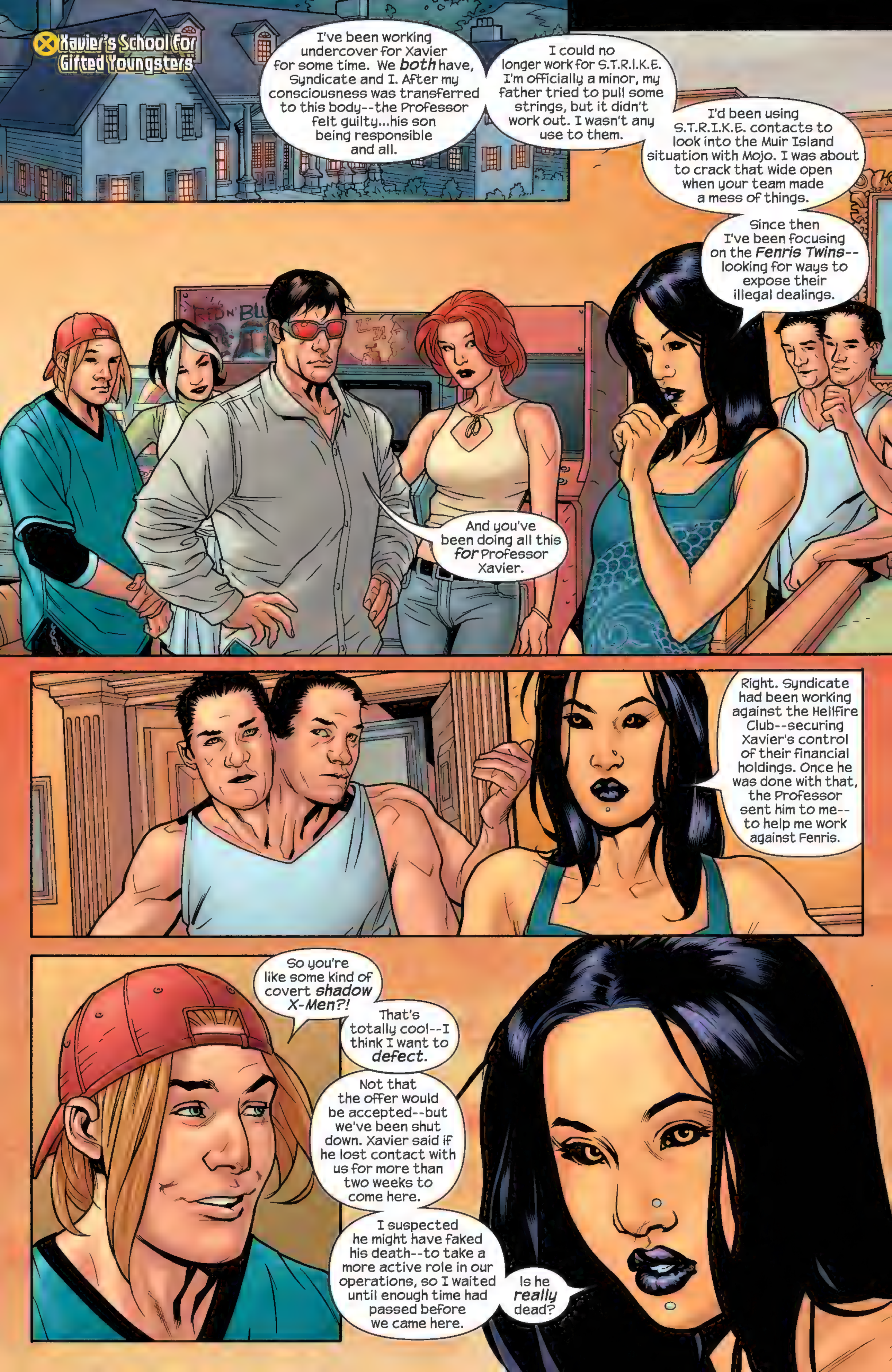
Why don't you just let it *go*, Logan?

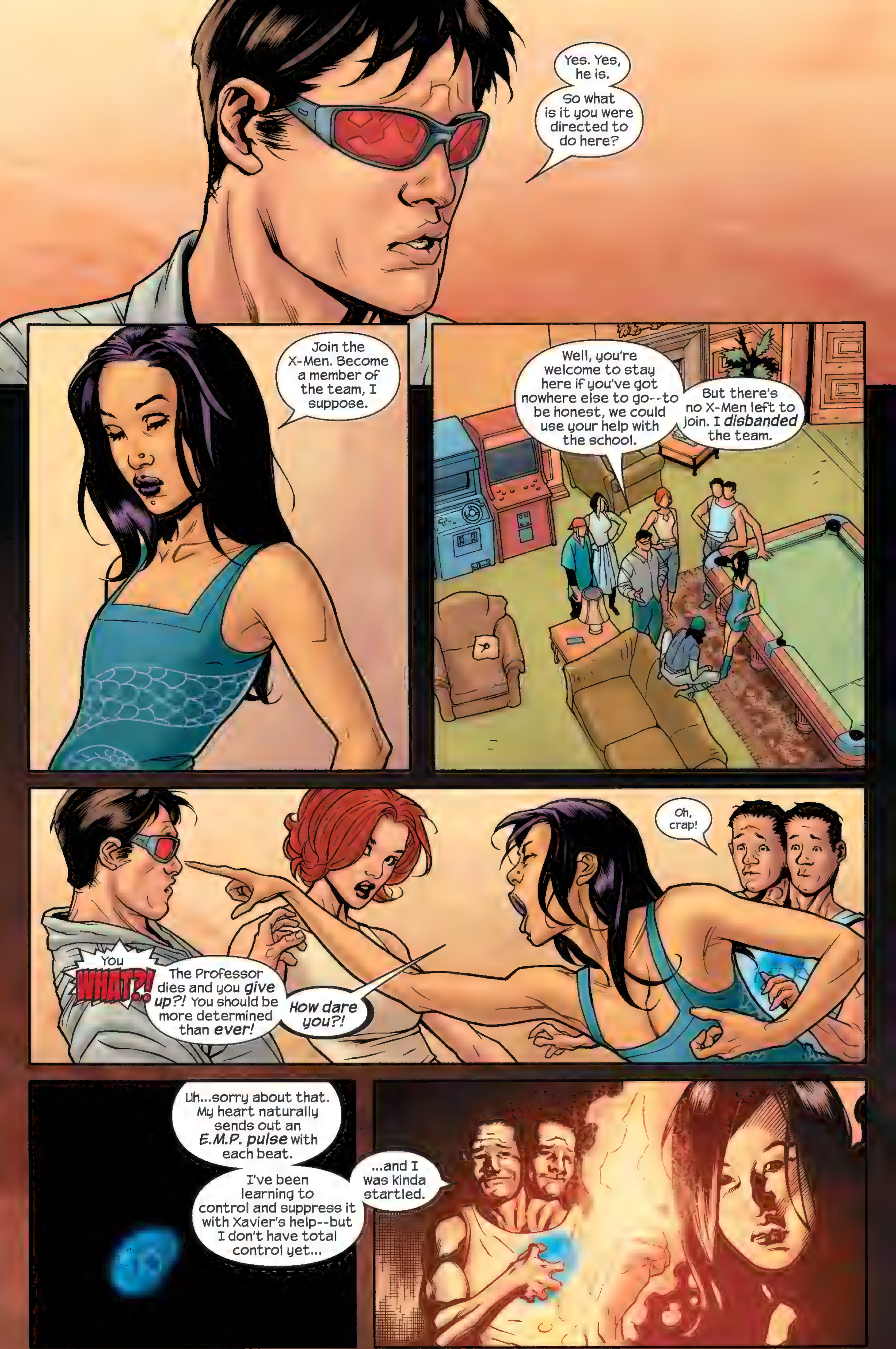



The Bronx
Gathered members of The *Mutant Liberation Front*--I submit to you, a *proud warrior!* One of us who now stands with us in this fight--this war for equality!
Just a few short weeks ago, she was still an example of what humanity sees in us. She was an *attraction* for humans to see and ridicule and *judge*.
She was a *sideshow freak!*
This is how the people of this country see us--*freaks*--here solely for their *amusement!* Our gifts that make us greater than they are, are shunned!
We are taught to see ourselves as *inferiors*--a lower form of life!
I say to you--*no more!!*

STRYFE!
NCAA CHAMPIO 19
Please, please--this is not about *me*.
STRYFE! STRYFE!
This is about *you*. Each and every one of you--and what you are willing to do to help our cause.
We are at *war!* A war instigated by the killing of Charles Xavier--a *champion* of mutant rights.
They took down one of our own! They brought this on themselves.
We must take to the streets--show them that we will not accept this. No longer will we remain *silent!* No longer will we allow ourselves to be oppressed--exploited--*executed!*
No longer will we--

NO!
Do not flee!
Fight back! *Fight!* Show them we will not *lie down and die!*
FIGHT FOR YOUR FUTURE!


Xavier's School for Gifted Youngsters
I've been working undercover for Xavier for some time. We *both* have, Syndicate and I. After my consciousness was transferred to this body--the Professor felt guilty...his son being responsible and all.
I could no longer work for S.T.R.I.K.E. I'm officially a minor, my father tried to pull some strings, but it didn't work out. I wasn't any use to them.
I'd been using S.T.R.I.K.E. contacts to look into the Muir Island situation with Mojo. I was about to crack that wide open when your team made a mess of things.
Since then I've been focusing on the *Fenris Twins*--looking for ways to expose their illegal dealings.
And you've been doing all this *for* Professor Xavier.
Right. Syndicate had been working against the Hellfire Club--securing Xavier's control of their financial holdings. Once he was done with that, the Professor sent him to me--to help me work against Fenris.
So you're like some kind of covert *shadow X-Men?!*
That's totally cool--I think I want to *defect.*
Not that the offer would be accepted--but we've been shut down. Xavier said if he lost contact with us for more than two weeks to come here.
I suspected he might have faked his death--to take a more active role in our operations, so I waited until enough time had passed before we came here.
Is he *really* dead?


Yes. Yes, he is.
So what is it you were directed to do here?
Join the X-Men. Become a member of the team, I suppose.
Well, you're welcome to stay here if you've got nowhere else to go--to be honest, we could use your help with the school.
But there's no X-Men left to join. I *disbanded* the team.
Oh, crap!
You WHAT?!
The Professor dies and you *give up*?! You should be more determined than *ever!*
How dare you?!
Uh...sorry about that. My heart naturally sends out an *E.M.P. pulse* with each beat.
I've been learning to control and suppress it with Xavier's help--but I don't have total control yet...
...and I was kinda startled.

Sydney, Australia
3265
Why are we here?
Charles Xavier is *dead.*
That is bound to affect the future I came from. Cable believed it would *help* the future--that Xavier was somehow the *cause* of everything we had lived through.
I disagreed--Xavier's death could easily make things *worse.* But Cable succeeded--Xavier was killed.
His death is already having its effects. I have no memory of this current uprising of rogue Sentinels. It's a direct result of Xavier's death.
So what? We're supposed to sit around until something isn't how you remember it and then go out and stop things from happening?
Is that even *possible?*
This is #&%@ing stupid.
Thank you, Dazzler.
No, not exactly. It's not going to be in our power to affect most things--and I don't trust my memory of this time period completely.
But things like these Sentinels *clearly* need to be taken down regardless. I think you'll all agree.

My other goal is to teach you to better use your powers--to bring you up to the next level. I know Xavier did this during *his* time with you.

I'll be trying to fill his role in history. That is why most of you were hand-picked.

So nothing is changed, really--you're still X-Men, you are still sworn to protect those who fear and hate you while trying to set an example for mutantkind.

Sound good?

Whatever--I really just needed a place to crash.

And I was sick of being *alone*.

You're so *pleasant*.

Don't worry, Bishop. We know why we signed on. Xavier's *dream* didn't die with him.

We'll make *sure* of it.

A moment, Bishop?

What is it?

You preach all you want, old man, y'hear? I ain't buying a *bit* of it--but Storm over there *is*--so I'm here for *her*.

You step out of line and I'll gut you where you stand. You *know* I can do it.

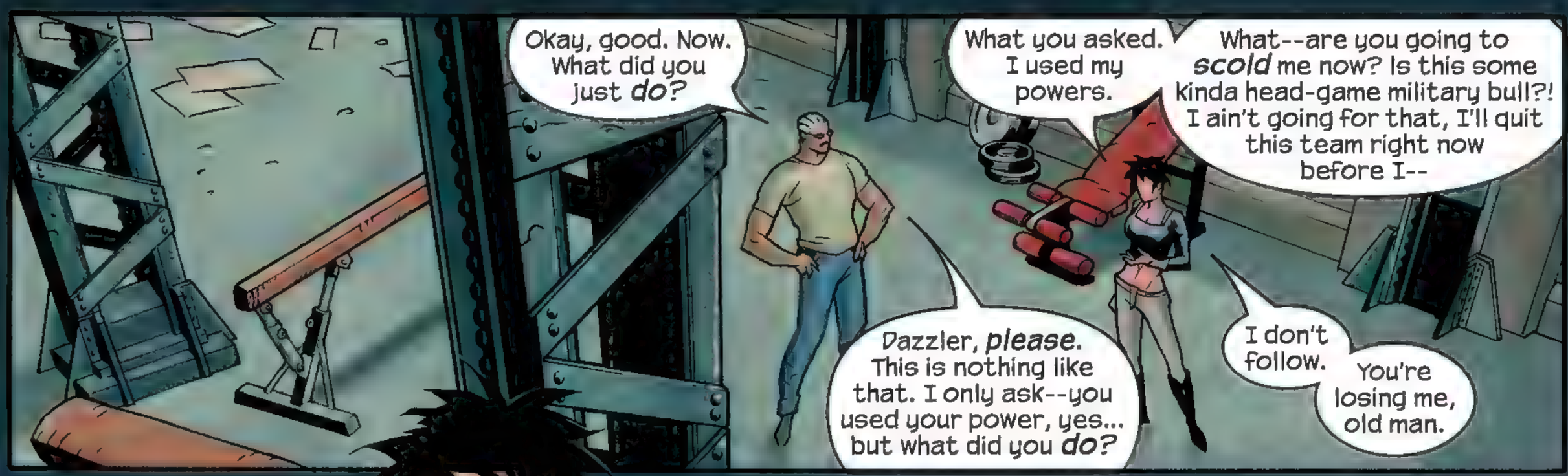
You give Xavier the same threat?

With Chuck--never *had* to.

Later
Thanks for meeting me here.
Yeah, don't get any *ideas*, old man. Angel and I kinda got a *thing* going.

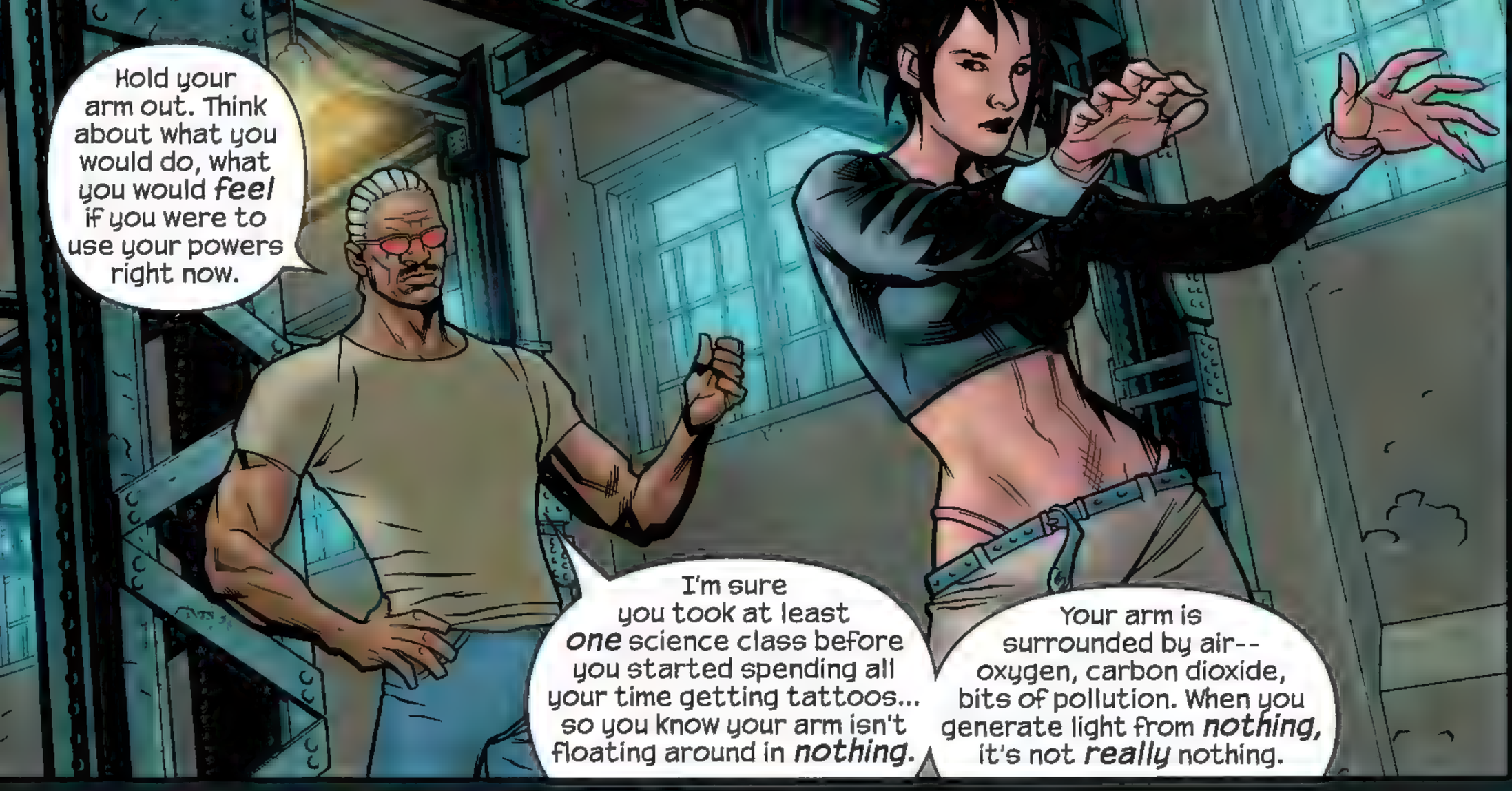
You have nothing to worry about there. We're just going to study your powers a bit.
Study my *powers*?

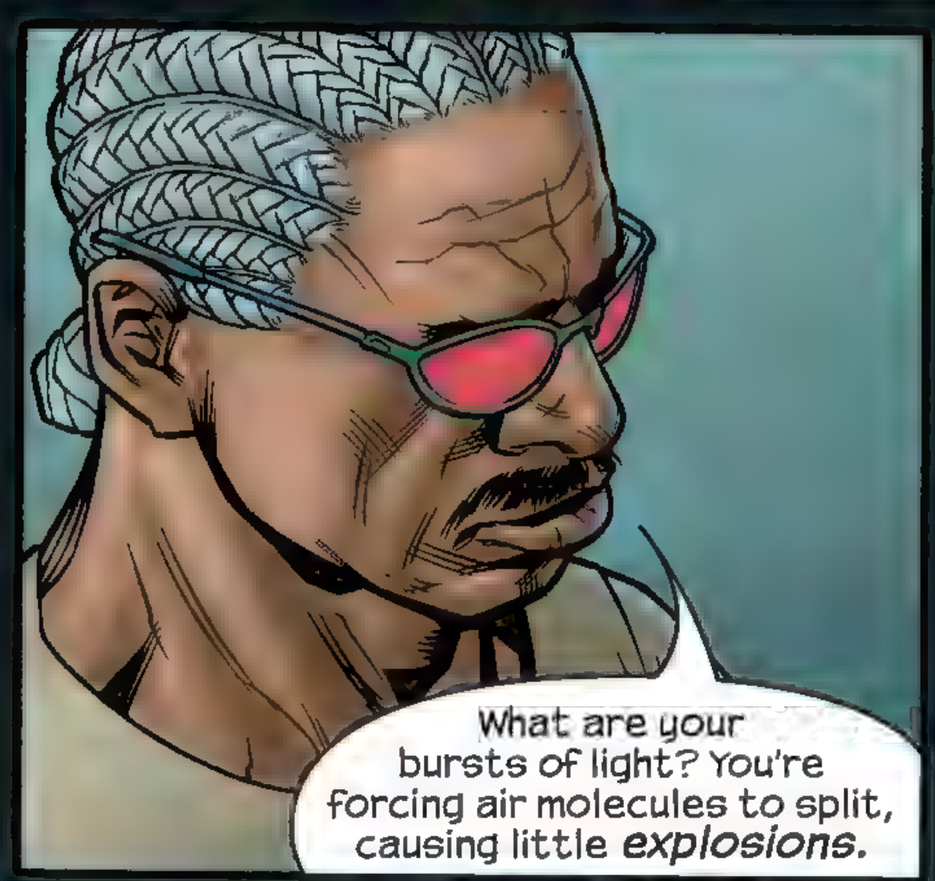
Just...fire off a burst. Use your abilities.
Okay.
VVVAAAK


Okay, good. Now. What did you just *do*?
What you asked. I used my powers.
What--are you going to *scold* me now? Is this some kinda head-game military bull?! I ain't going for that, I'll quit this team right now before I--
Dazzler, *please*. This is nothing like that. I only ask--you used your power, yes... but what did you *do*?
I don't follow.
You're losing me, old man.

Well, it's like this. You were not born with the ability to make flashes of light. You were born with the ability to manipulate your surroundings in a way that you *currently* express by generating light.
Emphasis on *currently*.
What are you talking about?

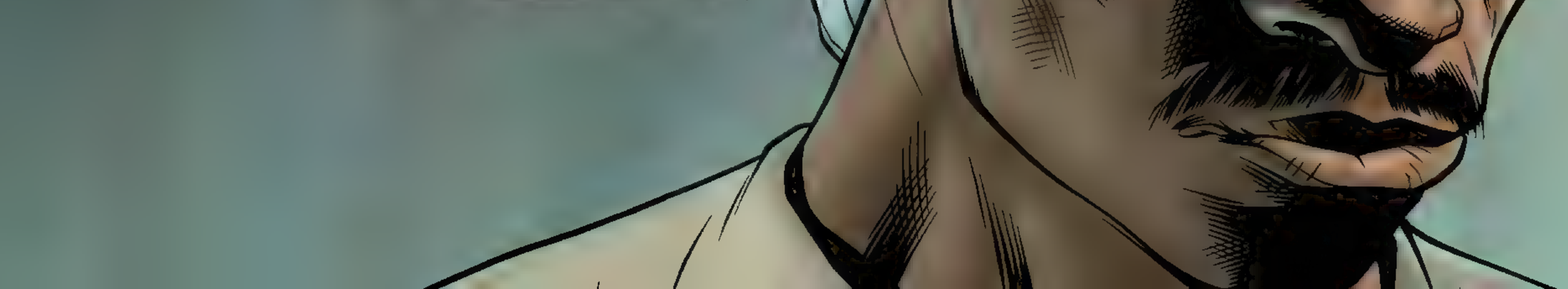
You're not waving your hand and using *magic*. How does someone just generate light? You're not hiding it up your sleeve, right? So *how* is that done?
I don't know--it just *happens*.


Hold your arm out. Think about what you would do, what you would *feel* if you were to use your powers right now.
I'm sure you took at least *one* science class before you started spending all your time getting tattoos... so you know your arm isn't floating around in *nothing*.
Your arm is surrounded by air-- oxygen, carbon dioxide, bits of pollution. When you generate light from *nothing*, it's not *really* nothing.


What are your bursts of light? You're forcing air molecules to split, causing little *explosions*.

Tiny explosions-- *yeah*. I can kinda feel that when I'm doing it.
BRAZZKNT

What are you trying to say?
Right. And who says they have to stay *tiny*? And if you can cause *air* molecules to explode-- can you do that with *other* molecules?
With a little practice and some help from me, I think you'll be surprised by what you can do.


What I'm saying, Allison-- is that you're capable of *much more* than simply *dazzling* people.

Hey--I'm glad Storm brought you in. I don't think it'd be the X-Men for me if *you* weren't here.

Eh?

Did I ever thank you for all that fight training you gave me when I first joined up? I mean--it scared the hell out of me at the time--but it really helped, y'know.

Eh?

What's *that* guy's deal?

Pyro? Bishop brought him on...he pretty much keeps to himself. He's kinda quiet.

Hmm.

You're doing great, Pyro. At this rate we'll have this place livable in no time.

I'm just trying to do my part.

Where did all the extra chairs go? There were a ton lying around.

I put them all in the south corridor to get them out of the way.

There are some extra mattresses down there, too. This place has all kinds of stuff we can use.

Yeah, Bishop really lucked-out finding this place for us.

Thanks.

Hey, gorgeous.

Oh! Logan--didn't see you there.

Moving furniture? Need help?
Of course.

So--what's this I hear about new costumes?
Yeah--I figured it was time--and you know how I like making that stuff. You'll like your costume--it's pretty *familiar.*

Can't wait.

Give it a chance.
I had the most fun with Dazzler's. Y'know--because I had to make something she'd actually *wear*--but I didn't want it to just be a black tank top and cargo pants. I think I pulled it off.

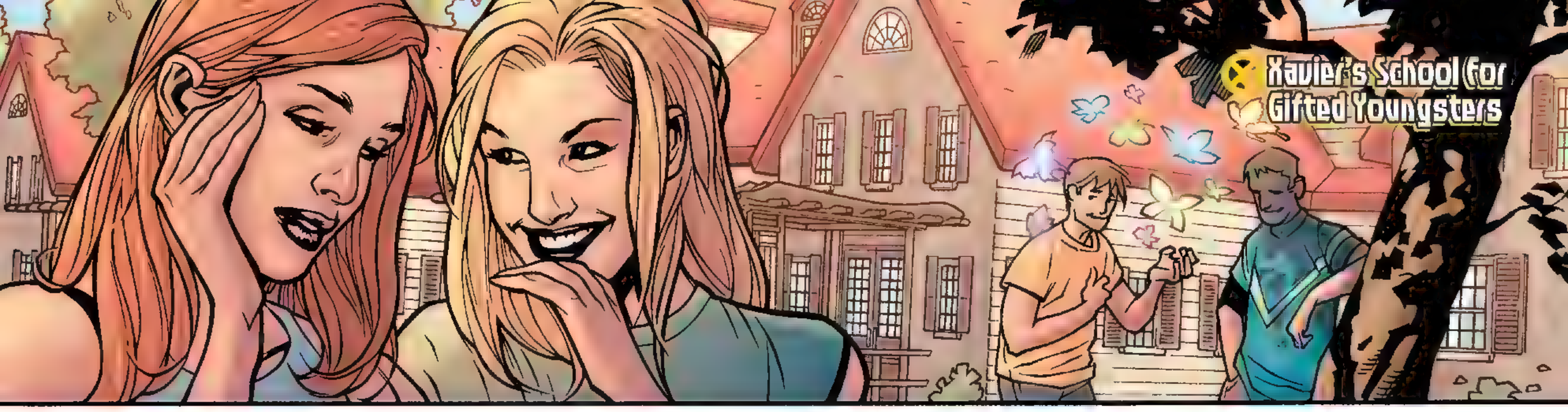
Storm, I need you to come with me. There's still someone left who I need to get for this team.
Where to this time?

A very familiar *mansion.*

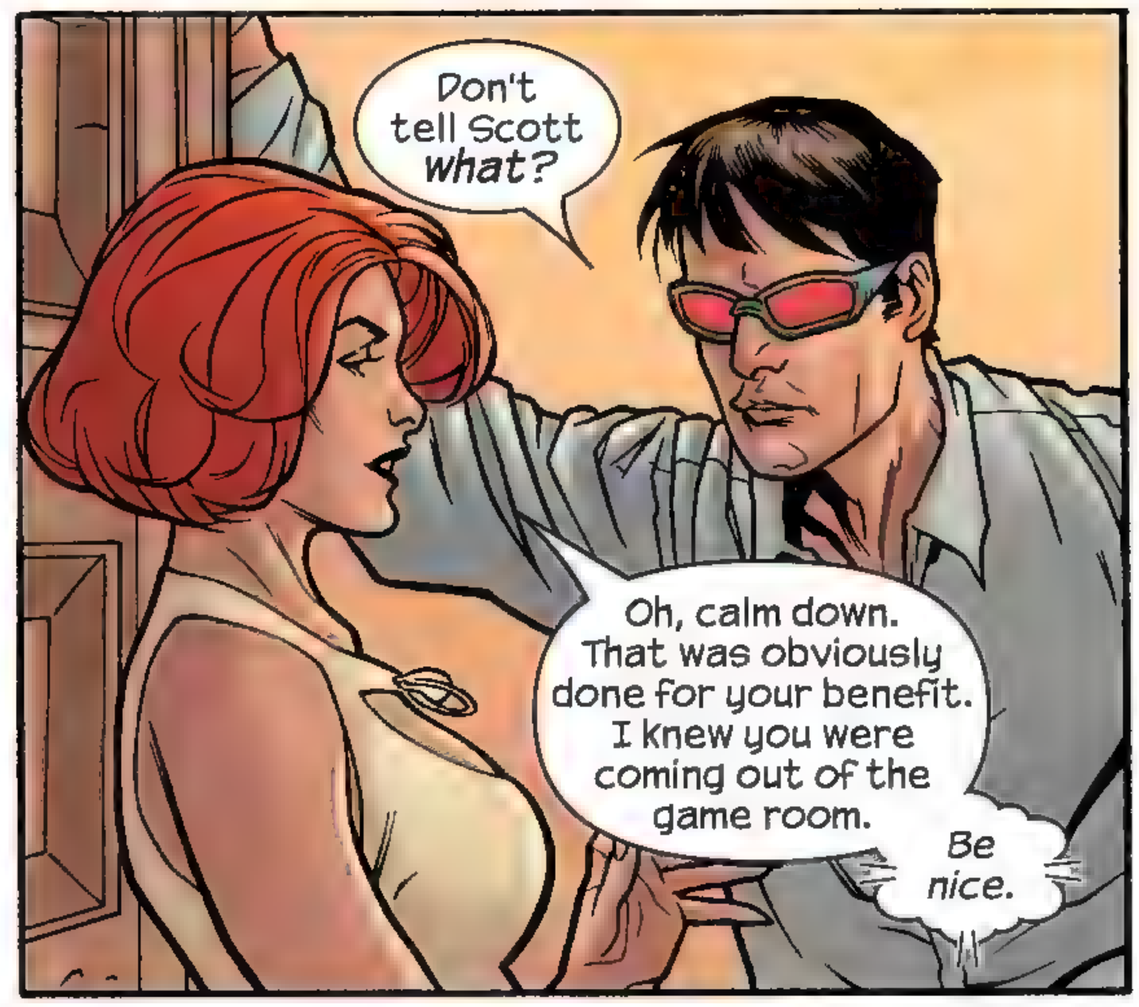
You mean...?

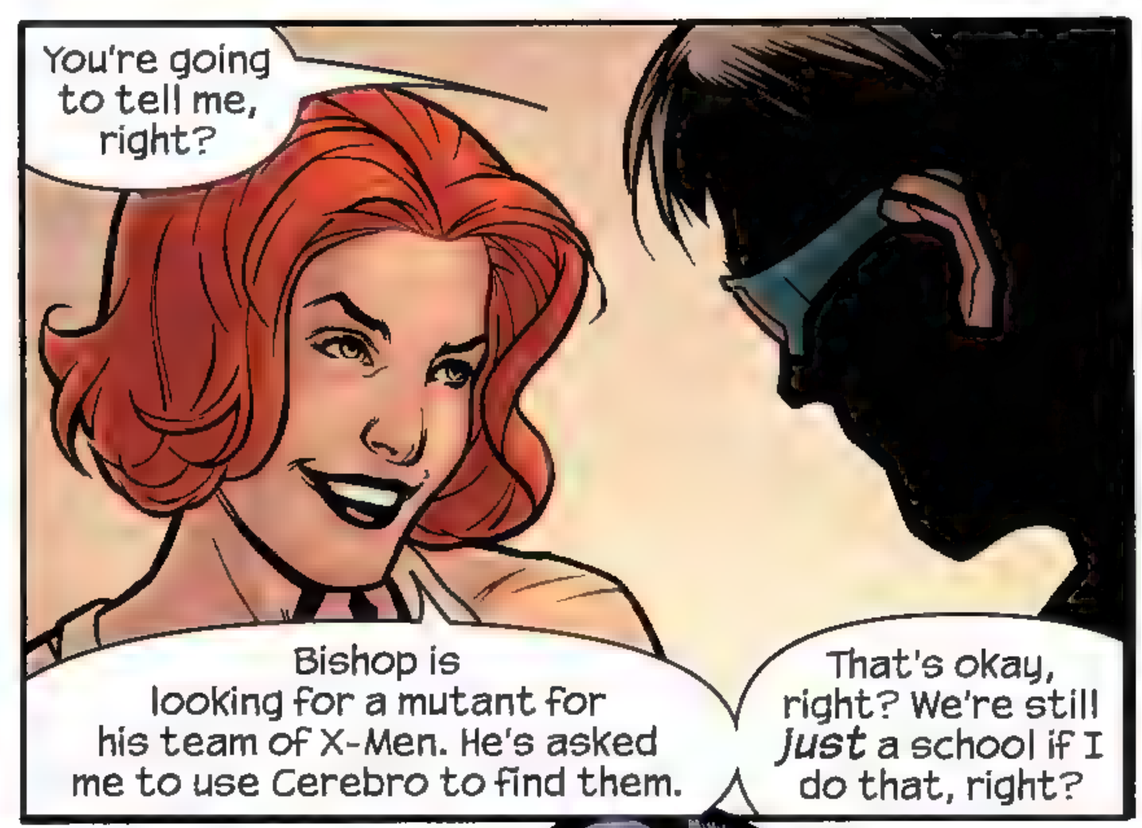
Yes. We're going back to Xavier's school. I need to ask them a *favor.*

The Bronx
FABRICMAN
FABRICMAN
It fills me with immense *joy* to see so many of our brothers and sisters here. And yet--I am also filled with *rage.*
Am I to believe that a fleet of Sentinels was simply *passing by* and noticed our mutant energy signatures?
Should I just assume it was a *coincidence?* An unfortunate, *unavoidable* occurrence?
If there is a *traitor* in our midst--I have no doubt they will eventually be found and *dealt* with--so be *warned.*
Your time is coming--and your punishment will be *severe.*
FREFON
Now--I see we have a few members still arriving to the safehouse, so I want to reiterate--this will be the *last* general meeting for the time being.
You will meet with your local groups--do not share any information with other cells--*nothing.* We will narrow the leak down to an individual cell and we *will* find them.
Despite all this--tonight's mission will proceed *as planned.*


Xavier's School for Gifted Youngsters

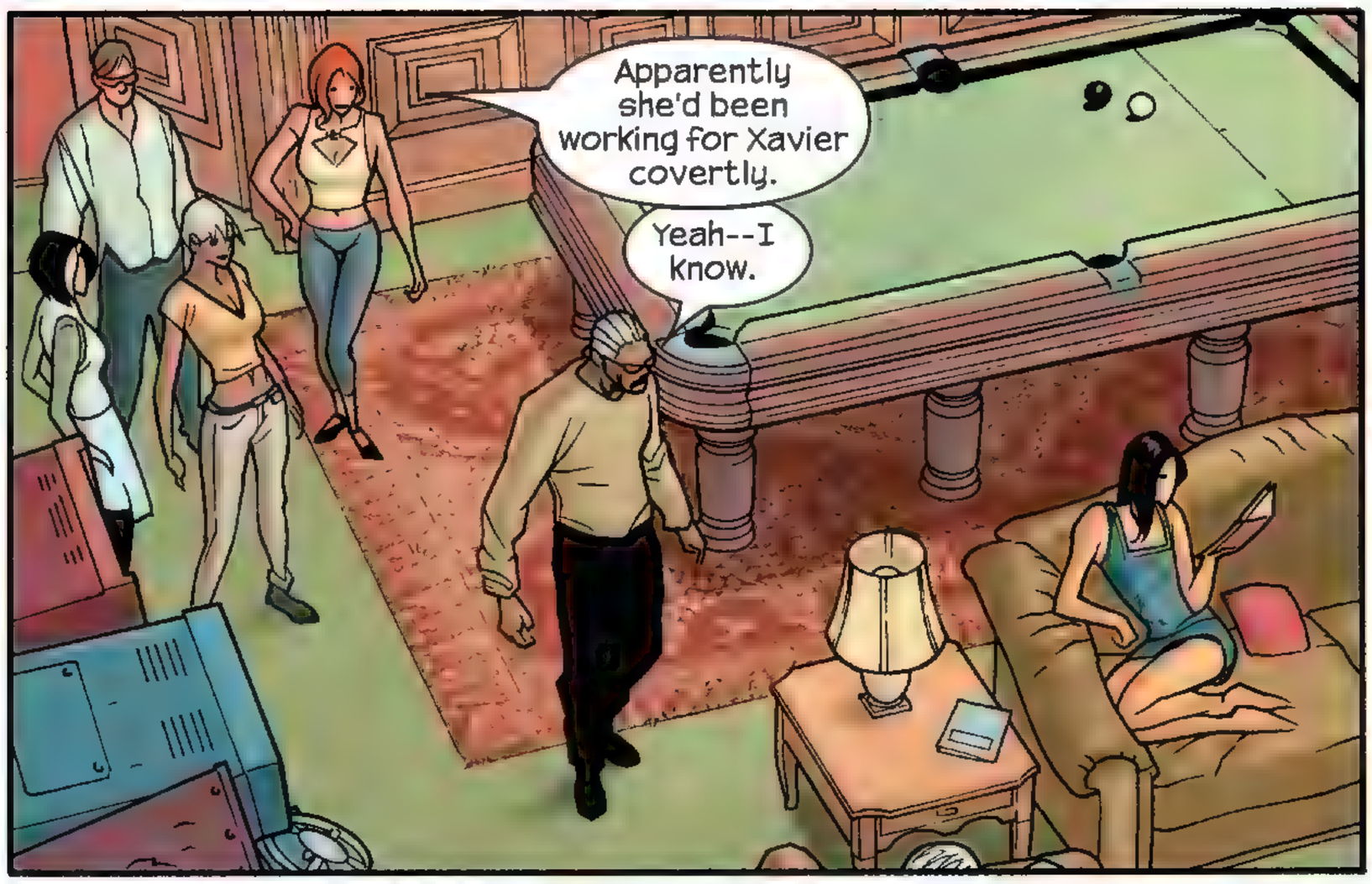
Thank you, Jean. I really appreciate you helping me with this.
Just because I'm not out there with you and Storm gathering the troops doesn't mean I don't want to pitch in. Consider it a *"thank you"* for helping the team rescue me from Cable.
It also gives me more practice with Cerebro. I've been trying it out here and there--it's not an easy device to operate...and with Xavier gone, it'd be a shame for such a useful tool to go to waste.
So I don't mind helping out at all. Uh... just don't tell *Scott.*


Don't tell Scott *what?*
Oh, calm down. That was obviously done for your benefit. I knew you were coming out of the game room.
Be nice.


You're going to tell me, right?
Bishop is looking for a mutant for his team of X-Men. He's asked me to use Cerebro to find them.
That's okay, right? We're still *just* a school if I do that, right?

Uh... never mind, actually.
She's here.
Lacombe The big book of Cool

You were looking for *Psylocke?* She showed up here last night. What luck.
Glad I could help.


Apparently she'd been working for Xavier covertly.
Yeah--I know.

Psylocke?
Do I know you?
No but...you *will.*

Look, grampa, I hope you're not making a *pass*...this might not be my body--but even my mind is about sixty years too young for you...
...so *back off.*

Heh. So young, so different--but it's *you.*

You're creeping me out...and did the TV just mention mutants?

CNN
BREAKING NEWS
--with this breaking story. We're getting reports in now that City Hall is being attacked by a small army of mutants. We've got cameras en route to the scene.
We're told that this started as a demonstration protesting the alleged murder of mutant rights figure Charles Xavier and escalated into violence.
Reporter Bill Stewart has arrived on the scene--we're going live on location now...

It's pandemonium here at City Hall--I arrived mere minutes ago to find that the rumored-to-be-recommissioned and now **confirmed**-to-be-active **Sentinels** are on the scene!

It's an all-out **war** in the streets of New York City! Numerous mutants are injured or **dead.** I don't...

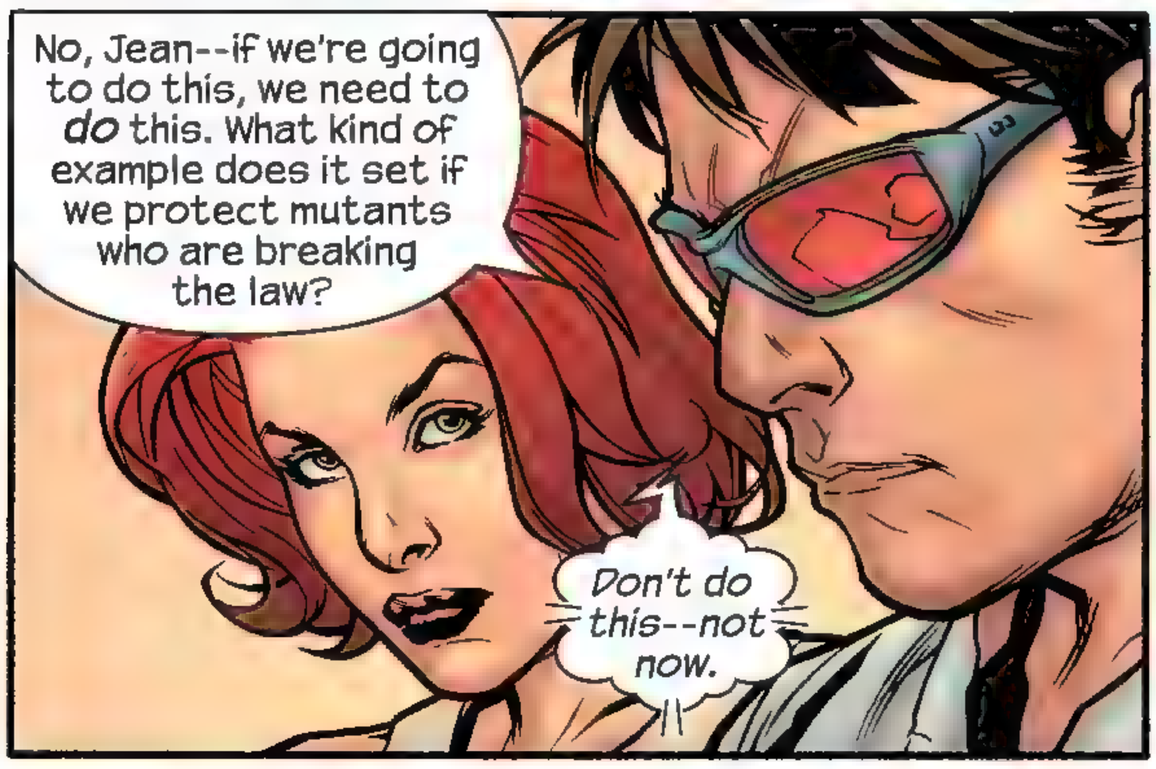
...I don't know how long I'll be able t--

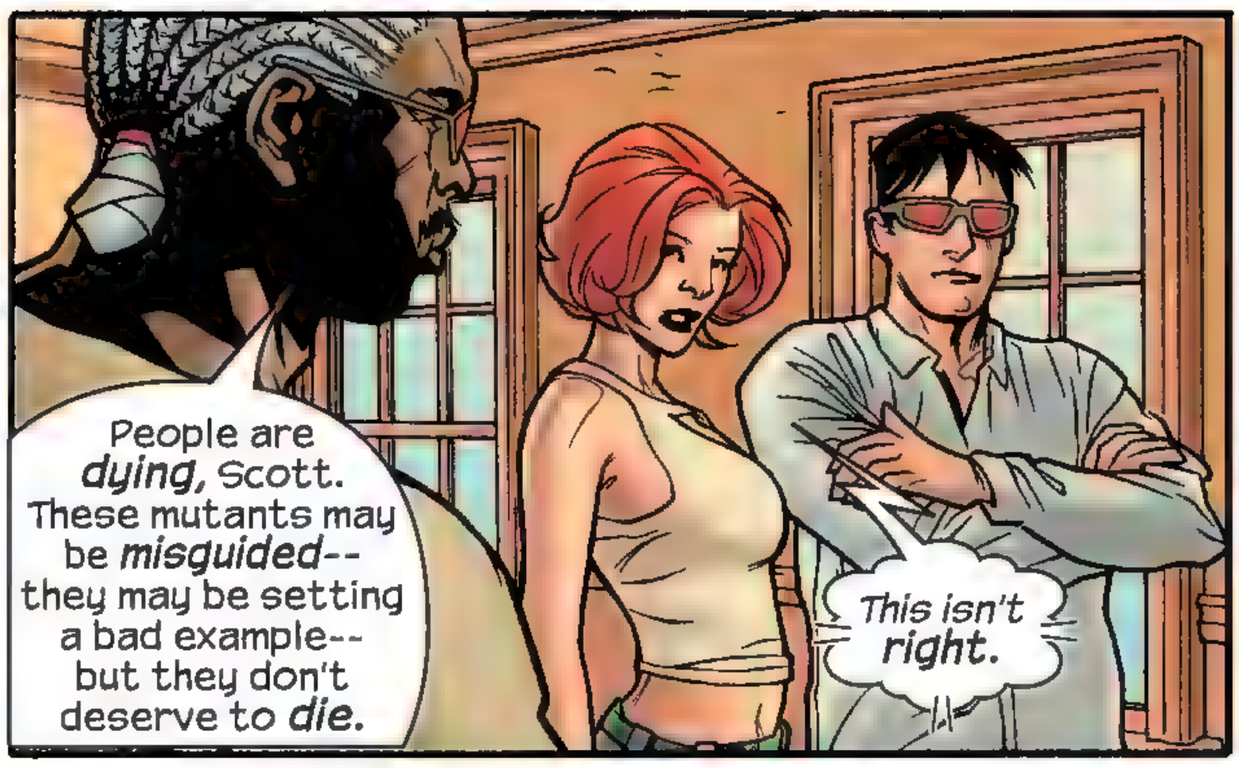
Come on--we've got to do something. I'll gather my people if you--

No.

We don't do this. Not any more. This is a school. We've got more ***important*** things to focus on.

Scott.





...it's time for the world to meet *the New X-Men.*

Elsewhere
This is too *big*--it isn't how things were supposed to happen! There's *too much* attention! It's all over the news.
It's getting out of control--I don't know what we're going to do. The government--the X-Men---this is all happening *too fast.*
They're going to shut us down--they're going to find us and we're all going *to jail!*
Calm yourself, Trask.
You've got no reason to be so agitated.
Everything is going exactly as planned.

ISSUE
85

MOVE! MOVE! MOVE! The target is this way!
What's the reinforcement status? Should we wait?
No time. We're on our own. We must engage before the target escapes.
SENTINELS
PART 2 (OF 5)

The Triskelion:
Research Facility for
Espionage Agency
S.H.I.E.L.D.
Pardon me, dudes!
I'm on the next boat out of here!
What the--?!
That's him -- Henry McCoy!

Remember, *non-lethal* ammunition only.
Fury wants him *alive.*
Check!

Manhattan.
5th Avenue
These new Sentinel models are *great.* I don't need any help getting up top to do damage.
Smaller, compact. I *approve!*

Don't forget *deadlier!* These models are faster and carry more weapons, Wolverine.

Granted. I'm not a fan of *those* features, Bishop.

I thought not.

KROOM

VAAPP

Jeez--how much heat does it *take?!* This thing is half-melted and it's still kicking my--

My lightning only stuns them for a short time, Pyro. It's taking a lot to bring these monsters down.

They're definitely sporting upgrades!

Cutting their heads off still works *great!*

Krow

Whoosh

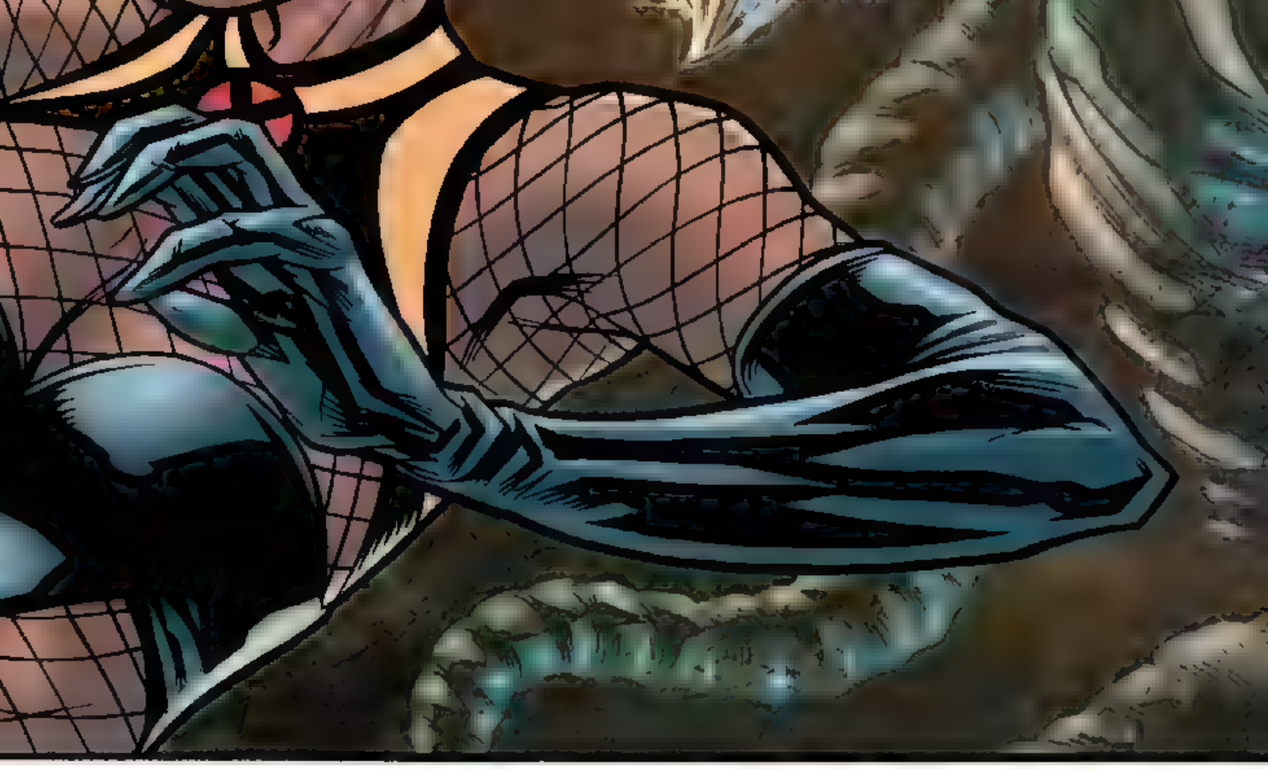
If it's brute force that'll bring them down, I can do that, too!

It's taking time but we're weeding them out. We could--

The Shadow King is coming for you, Ororo Munroe.

Soon, very soon-- you will belong to me!

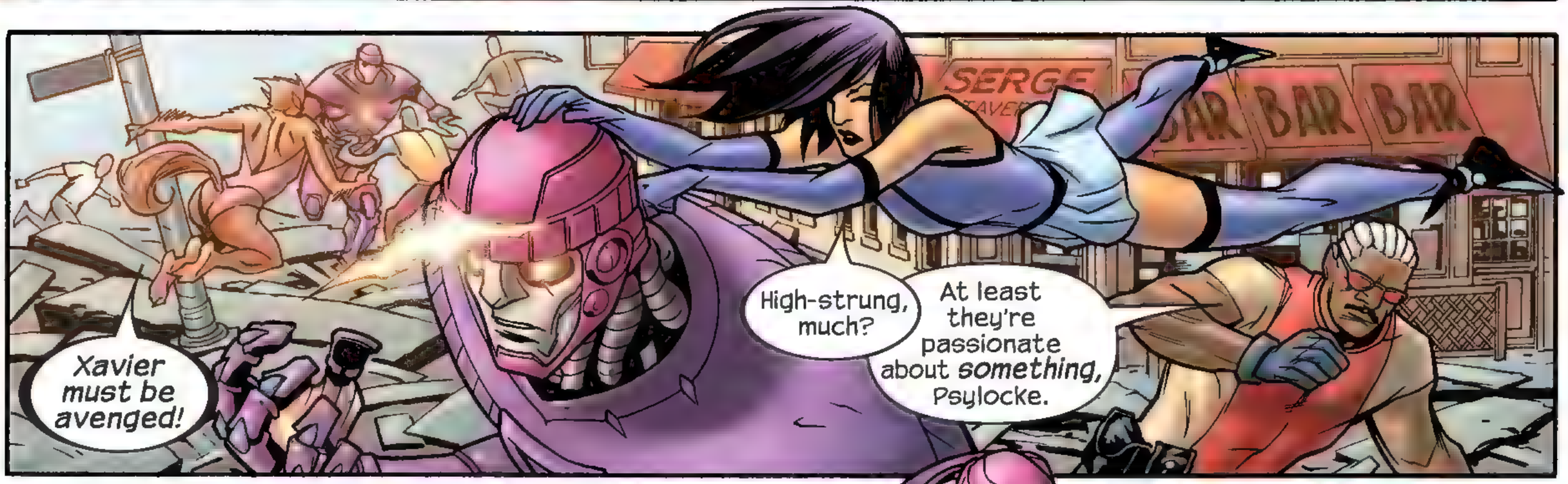
AAAIIIEEEE!

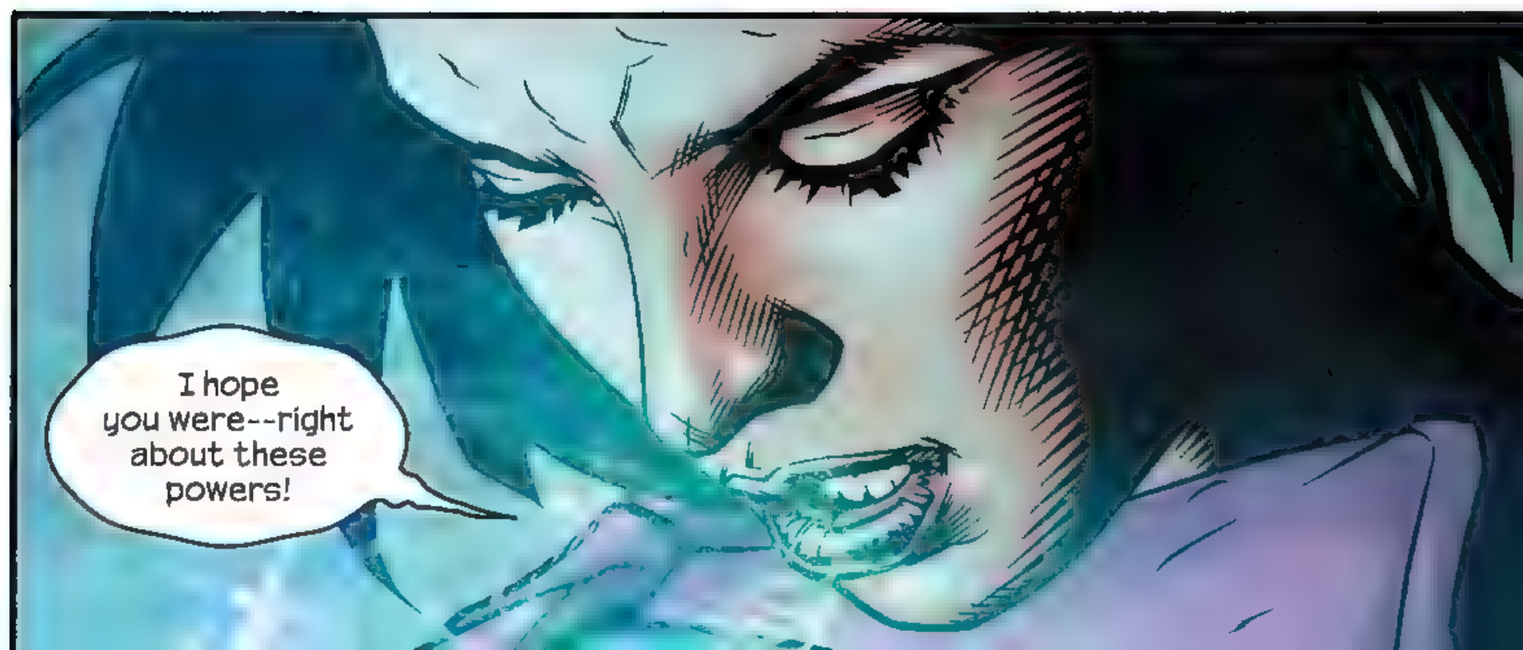


That's it--*fight!*

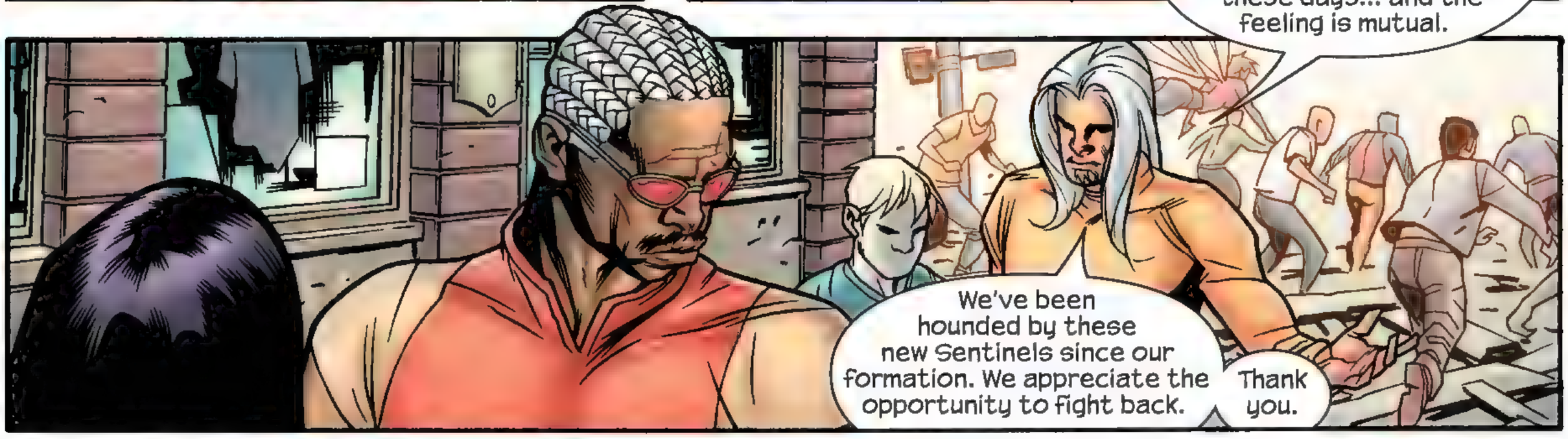
We don't need these *X-Men* to protect us! We're the *Mutant Liberation Front!*

We fight injustice because they *refuse* to!





Dazzler! I got you!



Cowards! You allow the figurehead of your cause to die at the hands of humans and you refuse to *fight back?!*

You toe the line and keep the peace and sully the memory of Xavier with every breath!

You should be ashamed of yourselves. We *fight* to end injustice--to keep Xavier's dream *alive!*

You call *me* a *terrorist?!*

What you and your people do *hurts* mutants.

Xavier wasn't killed by humans. It was a mutant.

Did a mutant pull the trigger? I don't doubt it--but who pulled *his* strings? Do you really think our current administration didn't have a hand in it?

You think it's a coincidence that the Sentinels are back mere *weeks* after the man's death? You think this wasn't a concerted effort to finally rid this world of mutants once and for all?

The Mutant Liberation Front is our last line of defense. You should join us.

Maybe he's right! Maybe we're *not* going about this the right way.

Pyro, what--?!

No, I don't--I don't know what to think. Cyclops is turning the X-Men into a school--you've got a new team but what have we done?! Minor rescue missions?! We're not accomplishing *anything.*

Sounds to me like this guy has the right idea. The MLF can make a difference!

Well, dissension in the ranks--there may be hope for you yet, X-Men.

Come, stranger. The Mutant Liberation Front welcomes you with open arms. Welcome to the side of *reason.*

Good luck dealing with the authorities.

This *"terrorist"* has places to be.

Sydney, Australia.
Okay...
What the hell was *that*?!
That bit with Pyro, you mean?
That was *me*.

You *told* him to do that?
Yeah, I did.

Before he shut me out of his mind, I sensed that man had absolutely no conviction in what he said. He doesn't believe his own hype.
Something's going on there.

So you sent Pyro into the belly of the beast?

It was a bit *forced*, yes, but I sensed enough arrogance in Stryfe--that's his name, by the way--that I knew he'd fall for it.
He doesn't think very much of us.
It's good to have someone on the inside but now is not a time to be down a man.
That's why I chose our most *ineffective* member with the least amount of experience. He didn't exactly pull his weight in that fight.

Of course--five minutes earlier I would have chosen someone *else*.

Well, girl-- you really pulled it off, didn't you? That was impressive. You learn *quick.*
Except I have no clue what I did or *how* I did it. And my hands...*hurt.* That's never happened before.
Is that normal? For her hands to hurt after? Should we be concerned?
She'll get used to it.
You did good today, Dazzler.
Uh...
Thanks.
So what's next, bub? We waiting for another Sentinel attack?
No. Not even close.
It's time we start taking steps to end this Sentinel threat *once and for all.*
Gather around.

Xavier's School for Gifted Youngsters.
No, I understand-- you're tired. It's okay, get some sleep. I know you're handling a lot of things with the school.
Thanks. I love you, Scott.
You, too. Goodnight, Jean.
Oh, Scott... would you love me so much if you knew just how crazy I really am?
Would it be better or worse if you creatures talked to me?
Would that be more or *less* crazy?
I suppose talking to *you* is enough, huh?
I know you're just something my mind conjured up as a child to help me comprehend my telekinesis--a way to explain how I move things with my mind.
Invisible goblins. I know you're not *really* there.
Just like the Phoenix visions are just illusions, brought on by my *fear* of my powers--and fed by things I overheard my parents say when they were members of the church of Shi'Ar Enlightenment.
So if I can explain it all--why do I still feel *crazy?*
Huh?

÷gasp!÷
It's time.

I have all the answers you seek, mortal!

Do not struggle. Don't resist.
Let me in!
Embrace me!

When you realize the **power** I possess...

...the power I can give to **you**...

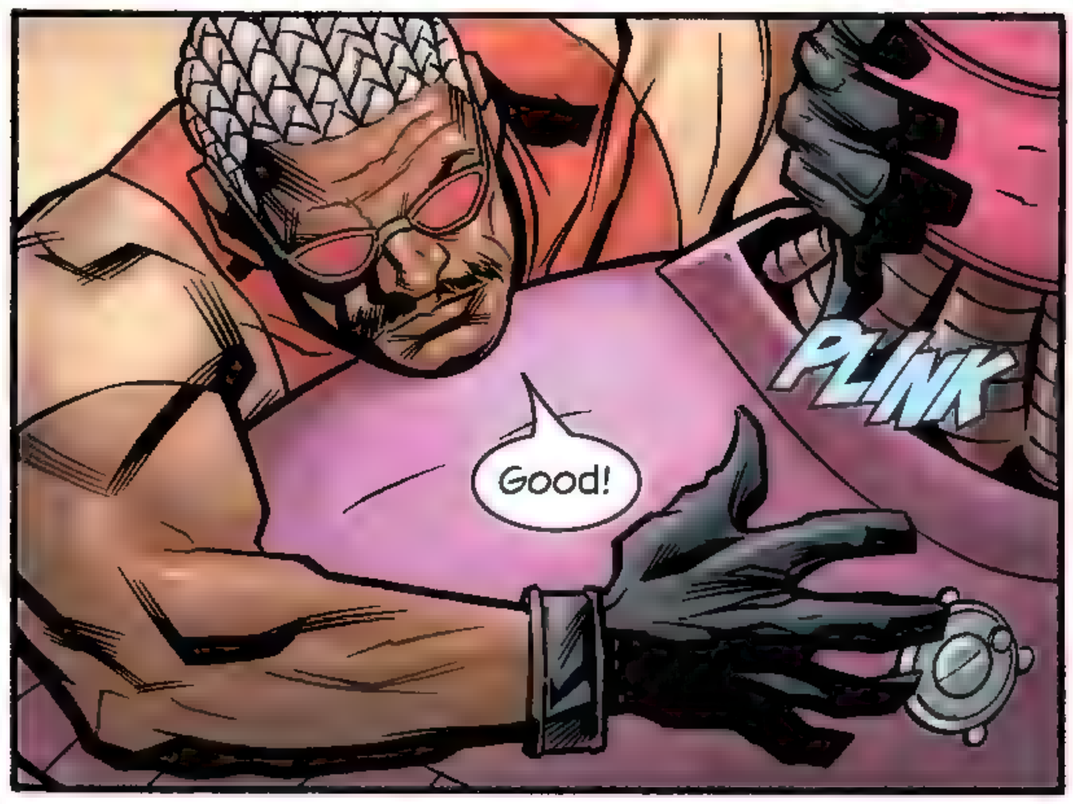
You'll **beg** me to take over.

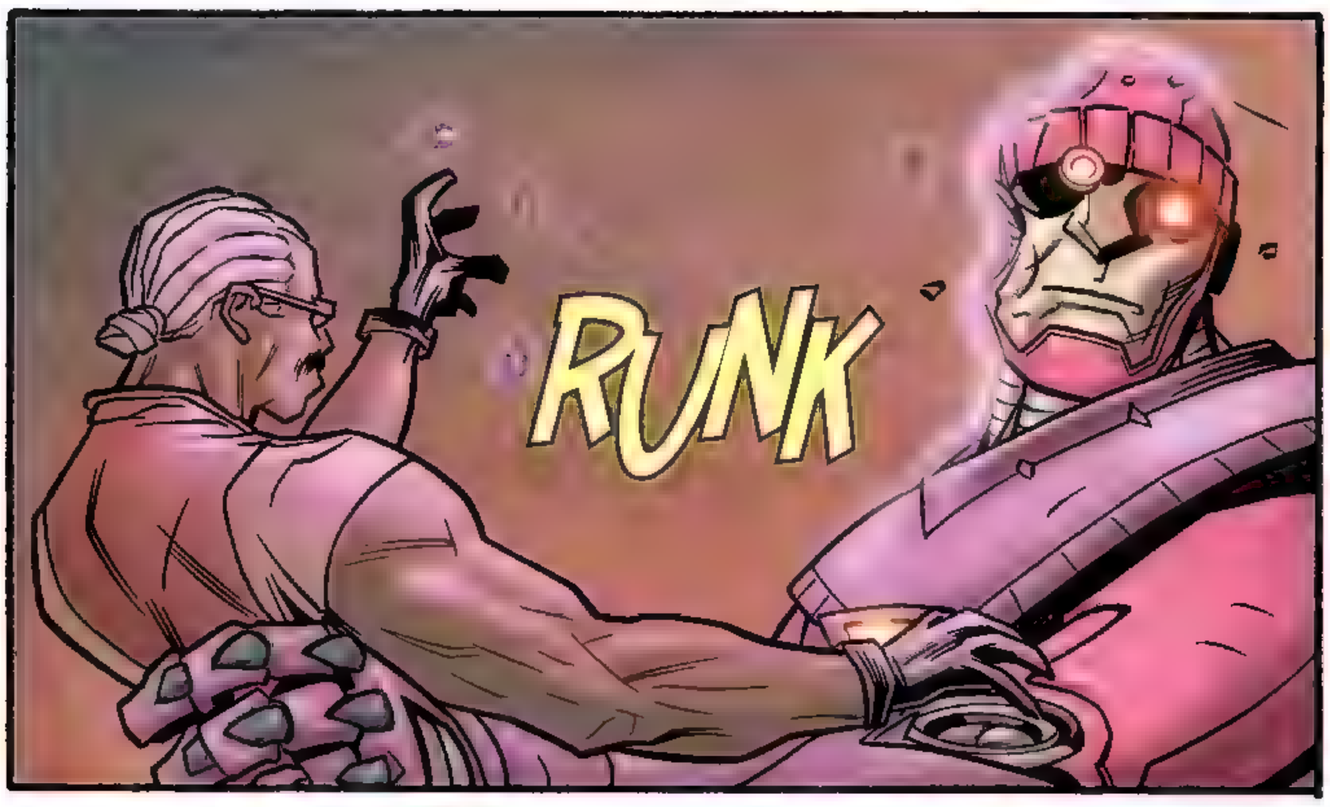
You'll beg me...

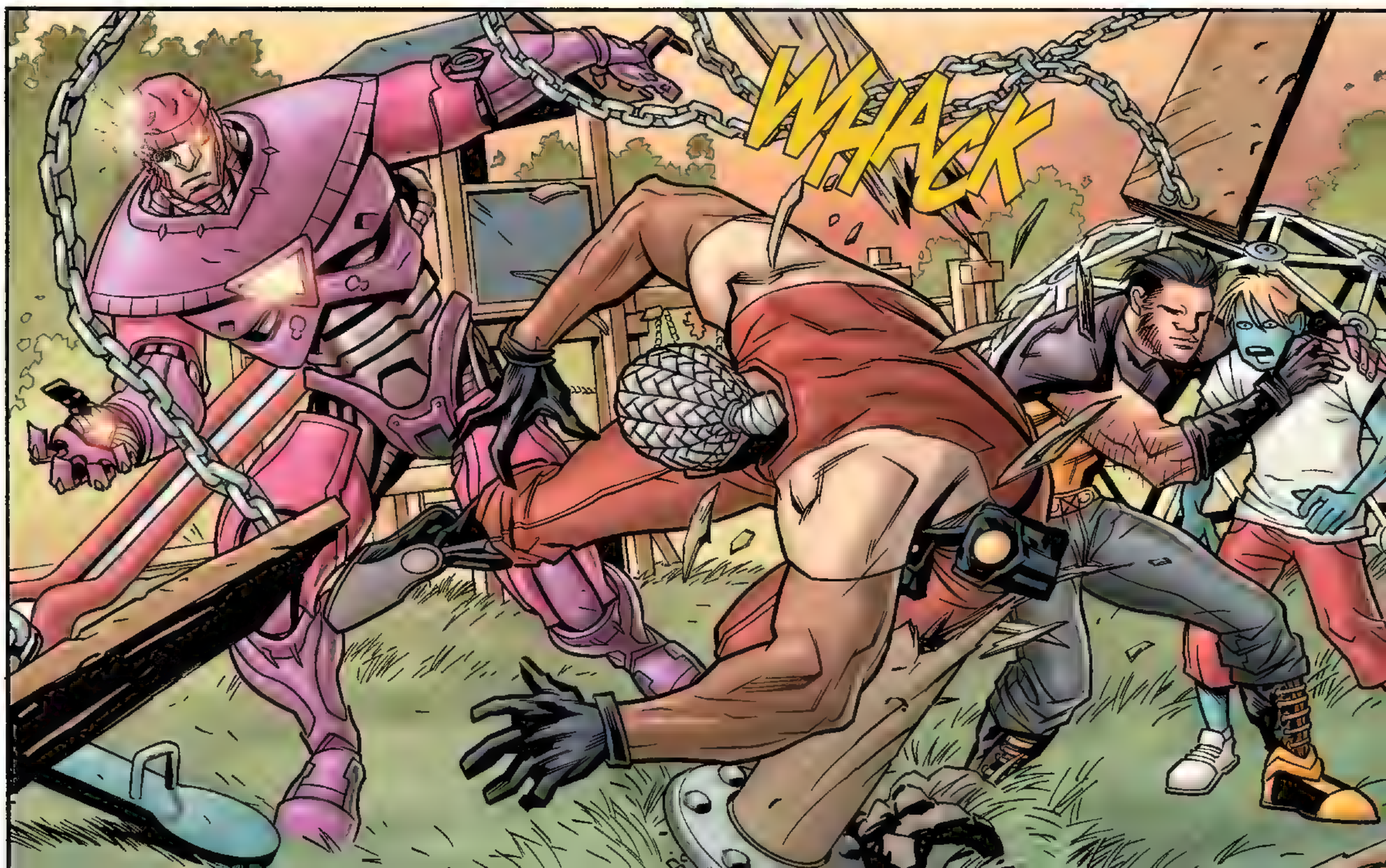
RUSTLE RUSTLE

Newark, New Jersey.
Grab the boy! Get him out of here!

VZAPP
Got him!


PLINK
Good!


RUNK


WHACK

You didn't have to make it look so good.

You think we did enough damage to make him return to base for repairs?

Think so.

Look.

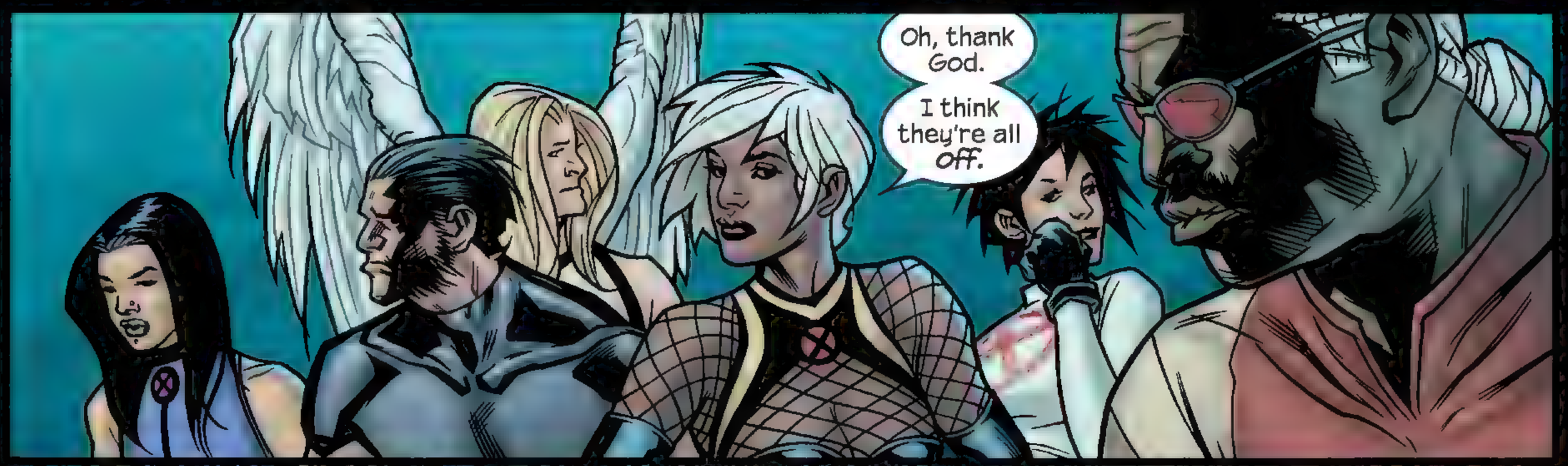
So what's the next step?

We get the rest of the team...

...and we take down whoever's driving these things.

Twenty Minutes Later...
Oh, hell.
There's a *lot* of them.

Wait. Why aren't they attacking us?

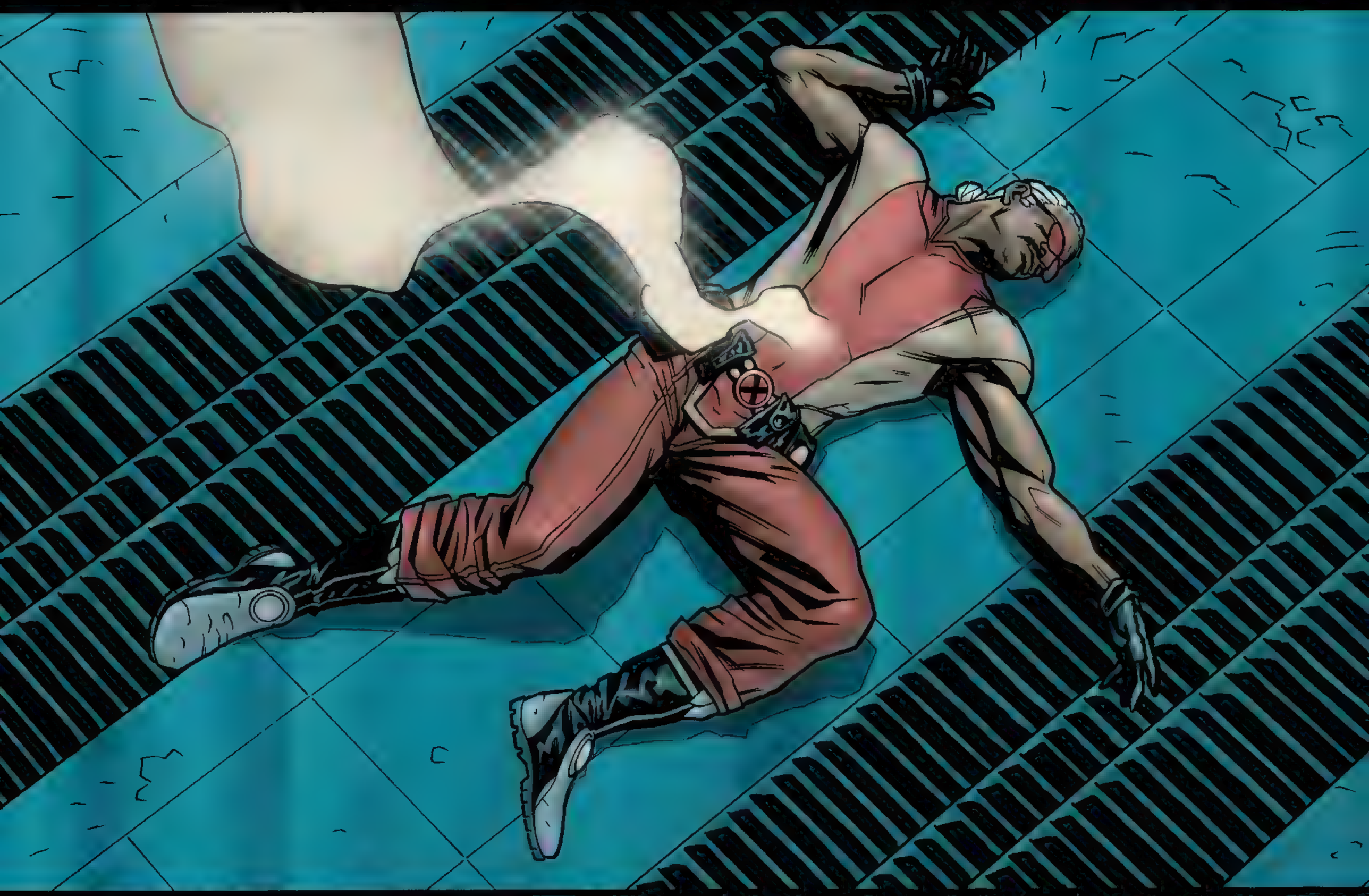

Oh, thank God.
I think they're all *off*.

Lucky us.

Okay, we've probably *still* got the element of surprise on our side.
This should be easy.

FLASH
I believe he was your ticket out of here. Nowhere to run now.
You're trespassing on Fenris International property. That's something we usually frown upon. What do you think, Sister? Should we kill them all?
Yes. Let's.

ISSUE
86



SENTINELS

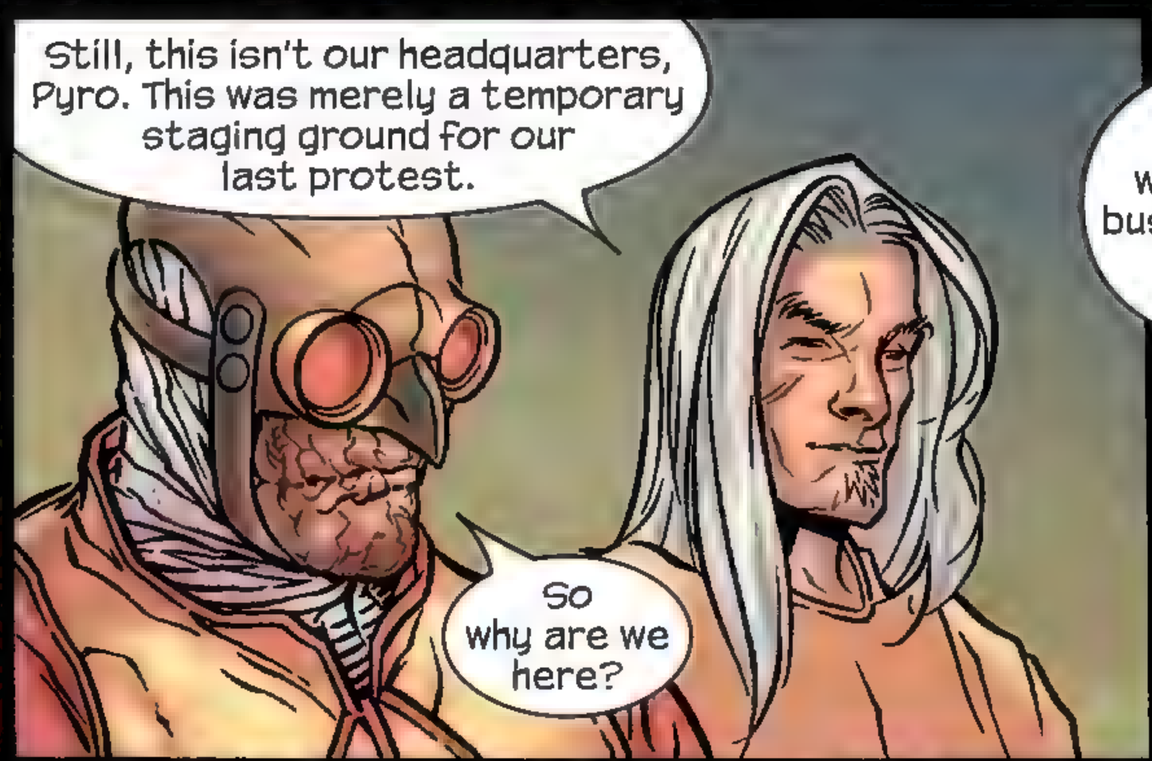
PART 3 (OF 5)

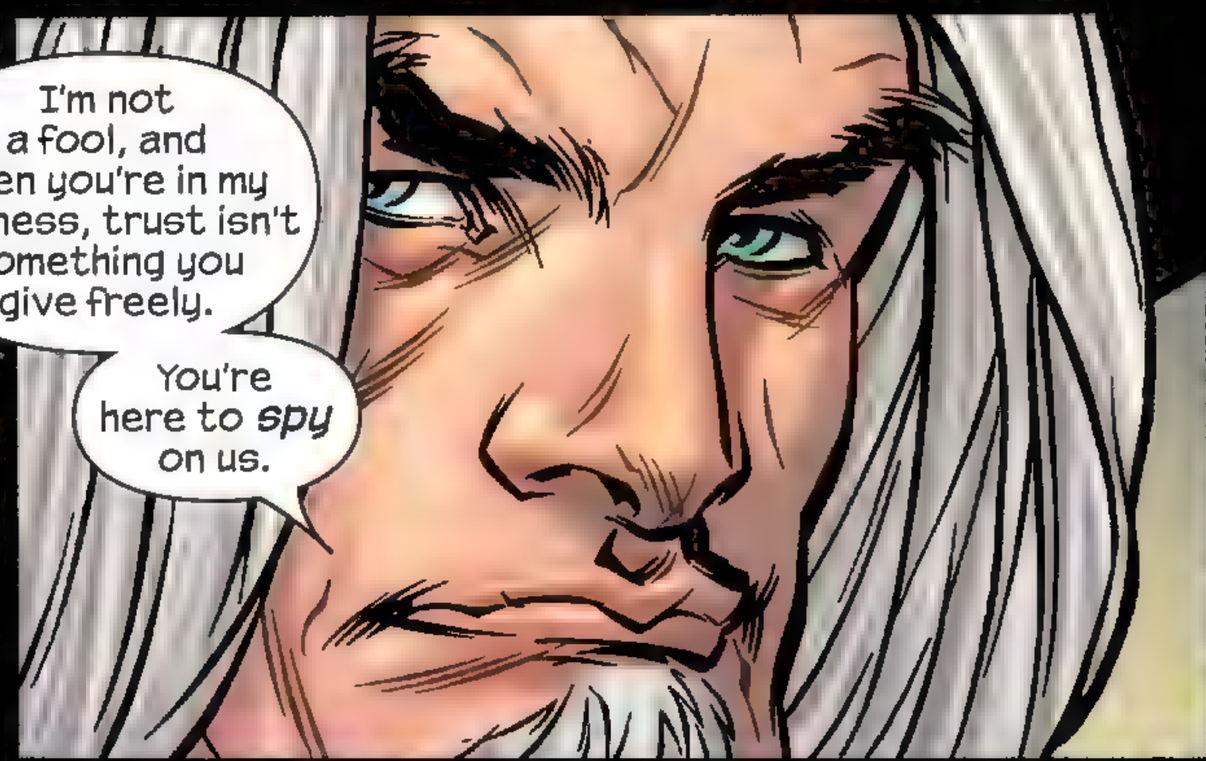
Secret Sentinel Base.
Fenris Twins... shoulda gutted you brats when I had the chance!
Don't flatter yourself, Wolverine. As I recall, you never even got close enough.
And if you had, I still don't think you could have.
I'm not picking up any brain activity-- I think Bishop might be--

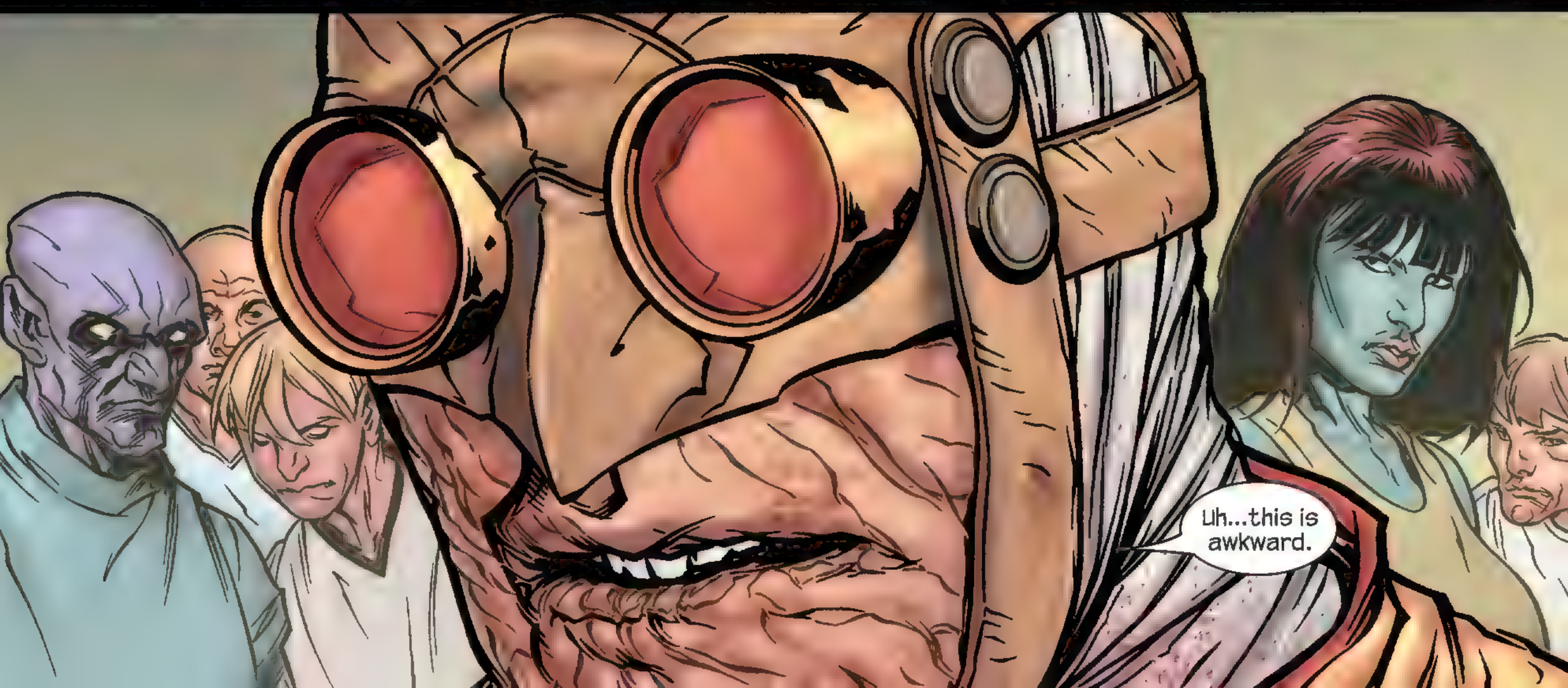
RARRGH!!
FWAASH
Two down, just four more to go.
Lucky for you, though...
...we're not interested in breaking a sweat.
Wasn't expecting them to pack such a punch. Just...
...just give me a minute.
Uh...maybe you should just stay down...

Brooklyn, New York.

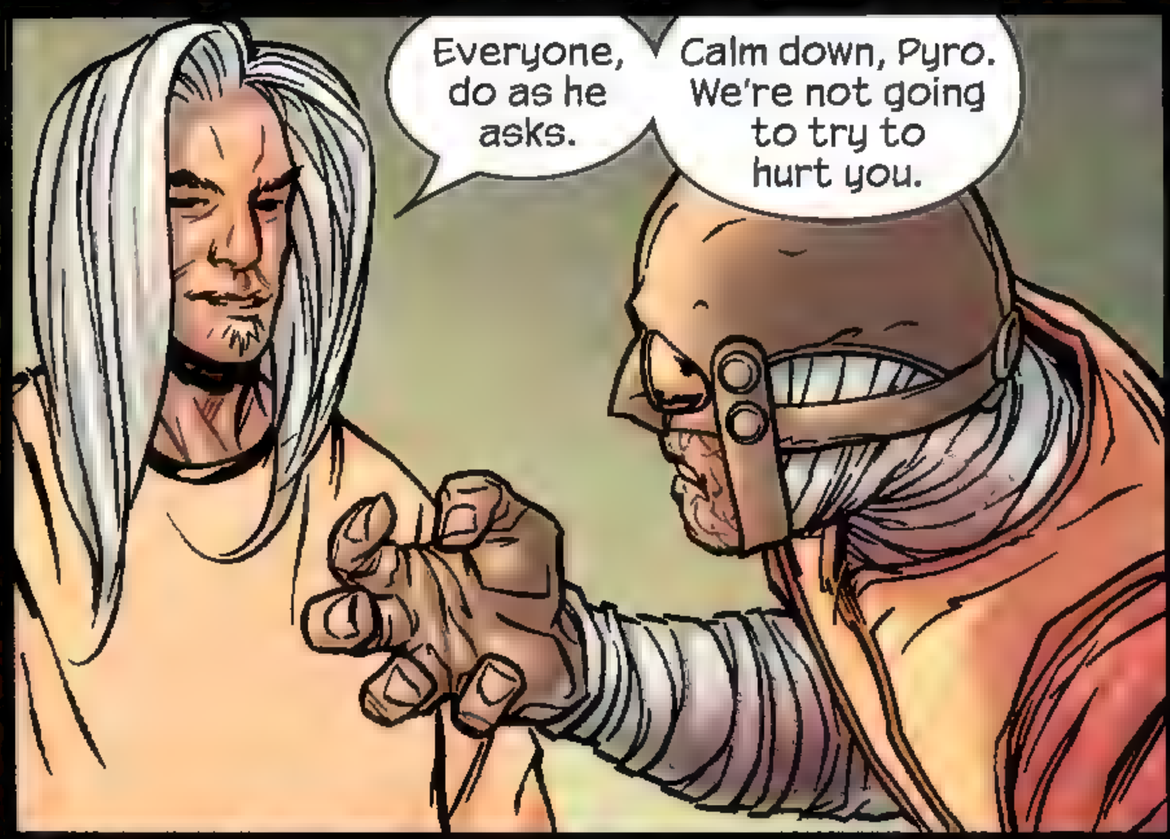
I know you weren't expecting the Ritz, but this place is still a bit less presentable than I'd like.
I've been in worse.

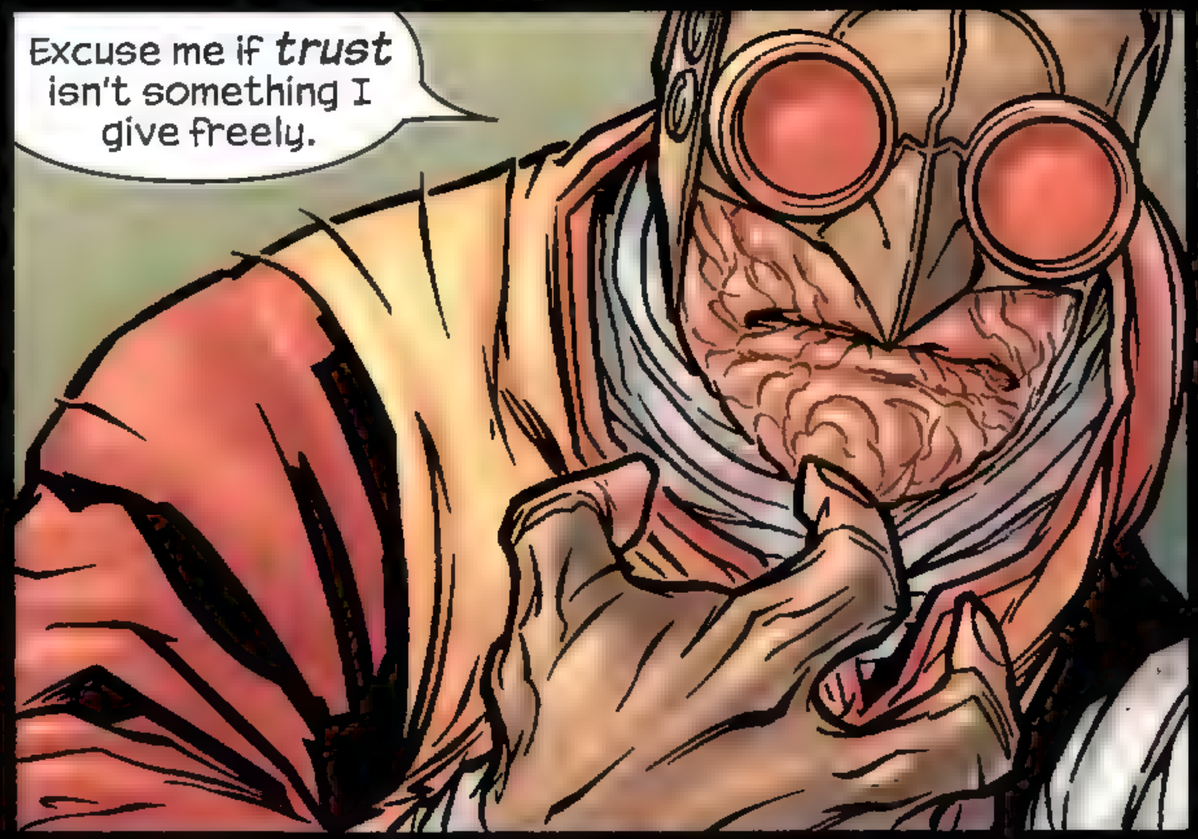

Still, this isn't our headquarters, Pyro. This was merely a temporary staging ground for our last protest.
So why are we here?


I'm not a fool, and when you're in my business, trust isn't something you give freely.
You're here to *spy* on us.


Uh...this is awkward.

Just so you know...I'm not exactly defenseless here, people. I can and will defend myself if you don't *all* start backing away from me *right now.*


Everyone, do as he asks.
Calm down, Pyro. We're not going to try to hurt you.


Excuse me if *trust* isn't something I give freely.

I asked you here for a reason, Pyro.
I offered membership to the Mutant Liberation Front to your entire team. Having the X-Men participate in our cause would be a great boon to our efforts.
We *want* you here. We have *nothing* to hide.

So please, *spy* on us.
We hope you like what you see.

So what's the plan, McCoy? You crash through a window screaming "I'm alive" and then they accept you with open arms?

Why are you even there? Did you really think this wasn't the **first** place we'd look?

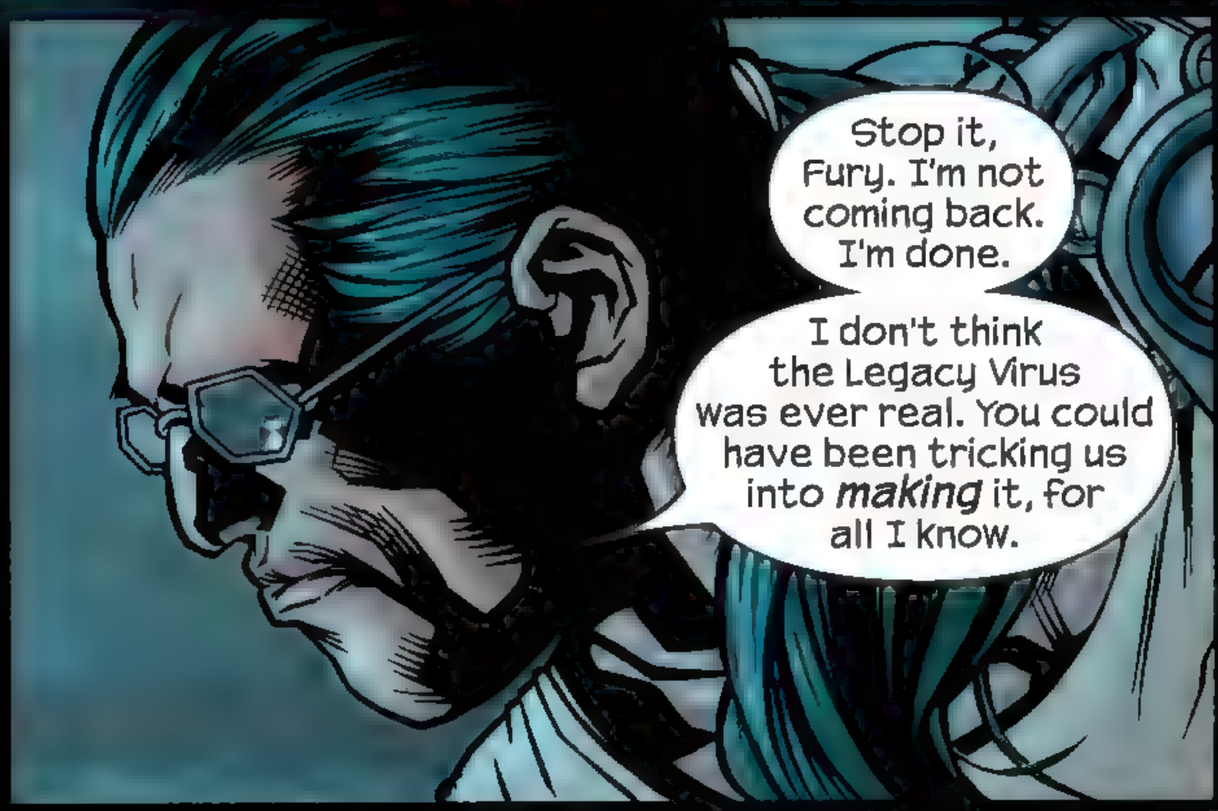
I'm looking for **Storm.** She'd at least hear me out--even if she didn't believe me at first.

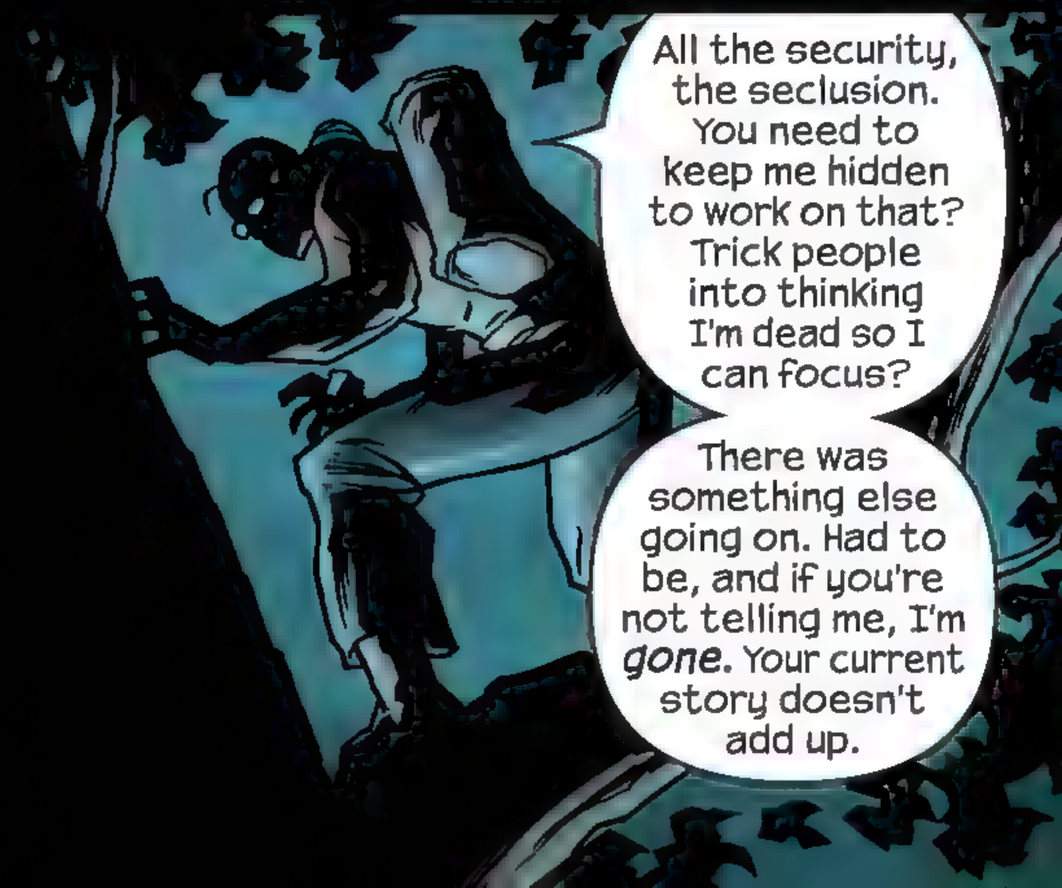
There are things I could say to her--to convince her. Things only **I** would know.

What do you **want,** Fury?

So you're abandoning the project? Just like that? Leaving hundreds of fellow mutants at risk?

I know you've got a reputation for screwing things up in a big way--but I'd hoped you'd gotten over that.





It adds up.

Do you know how many people out in the world know about the Legacy Virus?

One.

That's *you,* just in case you're not as smart as we think you are. Having you out in the world is a liability-- it can't happen. You need to come back.

We've pinpointed his position, sir. We're ready to bring him in.

Move in.

Don't resist my men, McCoy. And don't try to escape. They're authorized to hurt you, but that's the *last* thing I want.

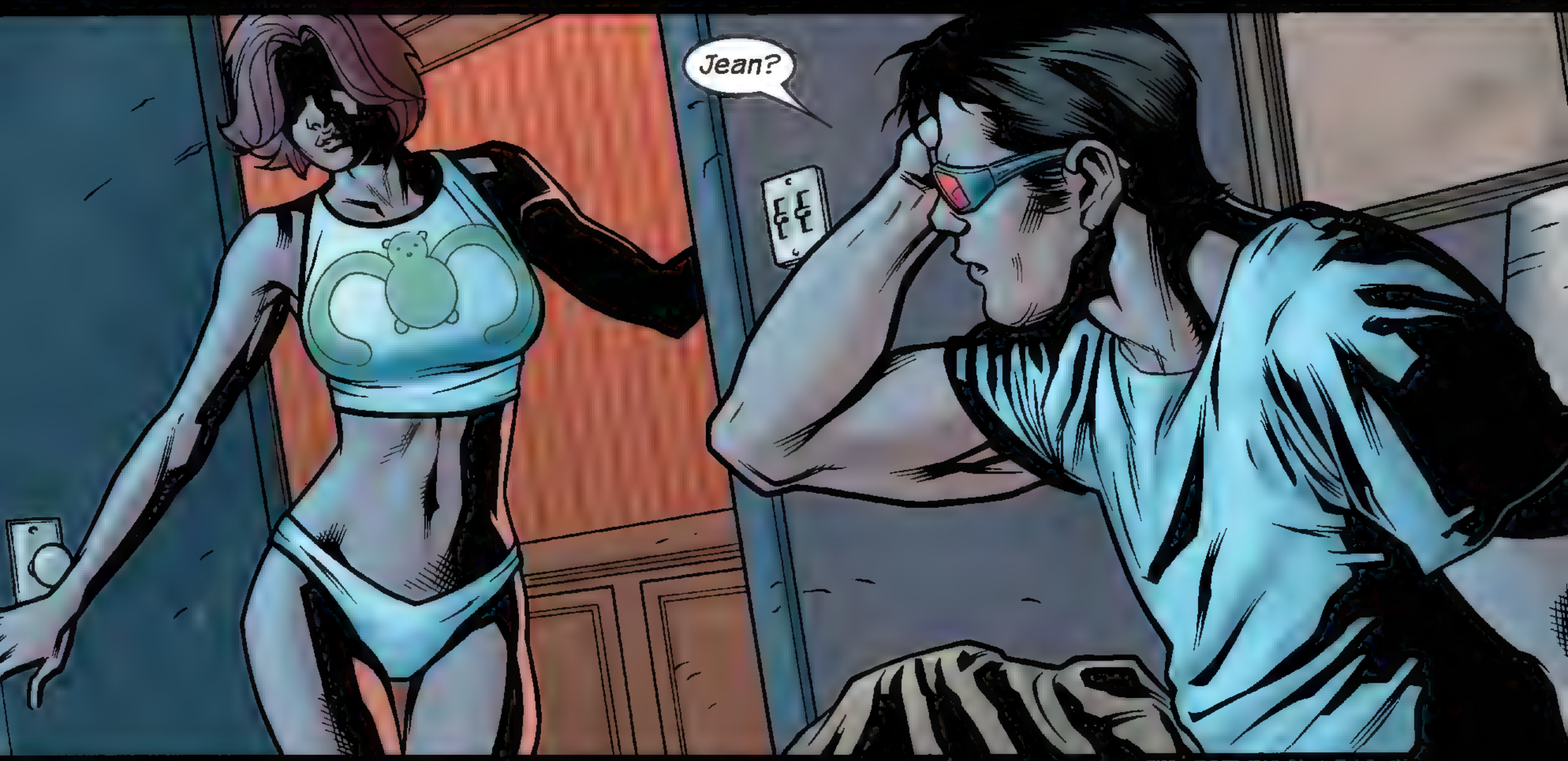
Surrender and they'll just bring you in. No harm done. You can continue your work.

Don't make this more difficult than it needs to be.

McCoy?

Uh, sir... he's gone-- and it looks like he abandoned the equipment we were tracking.

Huh?
Is someone there?


Jean?

Jean?
Is everything okay?

Hold me, Scott.

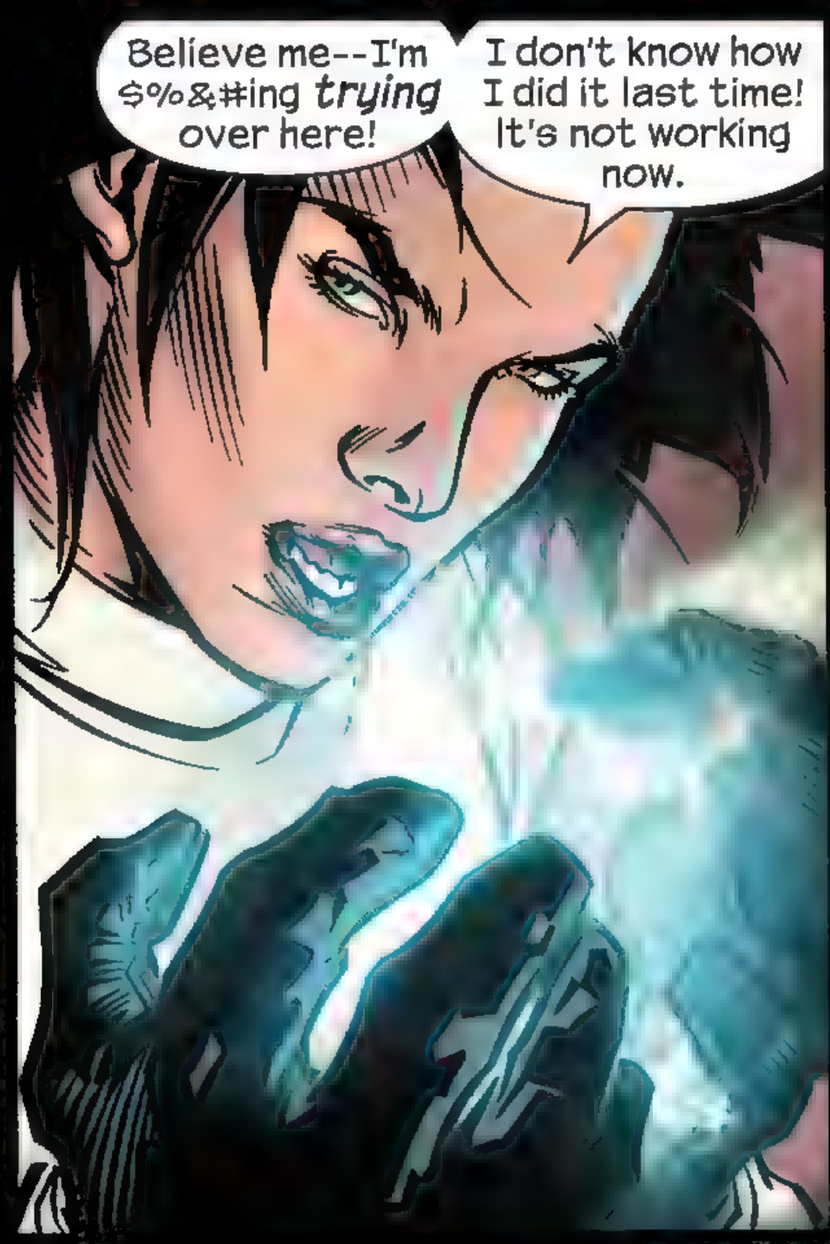
Hold me.

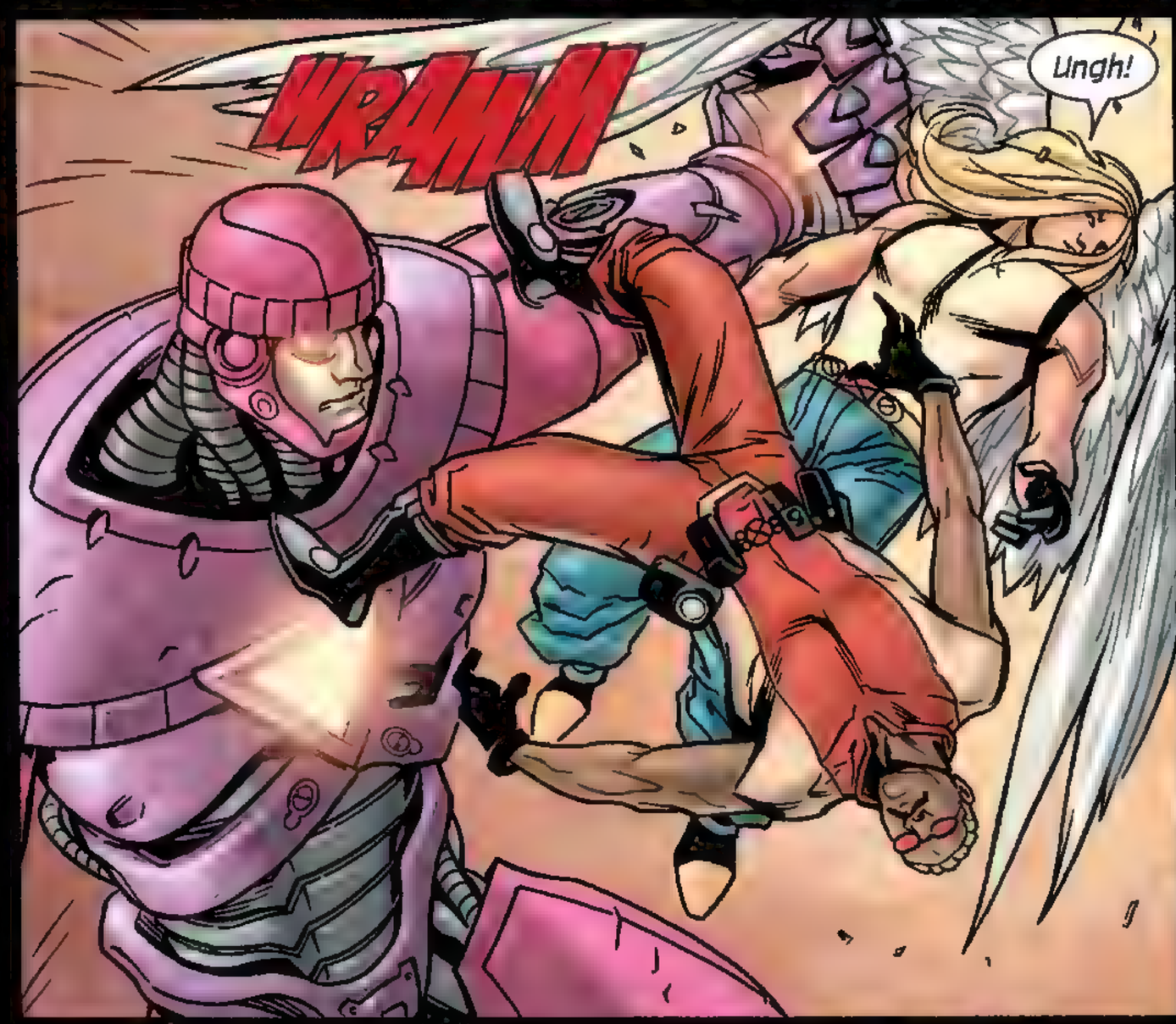
Sentinel Base.

Angel, is Bishop still breathing?

I think so Psylocke, yeah.

Then get him out of here!





Oh crap.
Oh crap.
Oh crap.

Calm down-- I'm awake now.
SKRKKK

Thanks, I needed that. I'll take it from here.

Hm.

HA!
SQEEEEKK

Look--it--I think it's still in the firing position. It just needs some juice.
I need a power source.

On it!
VZAAPP
Never in a million years would I have expected that stupid %$#& to work!
Yeah, total-- ack!
BZZAKK
If I can just pull this off...
HA!
VZAKK

Akk!

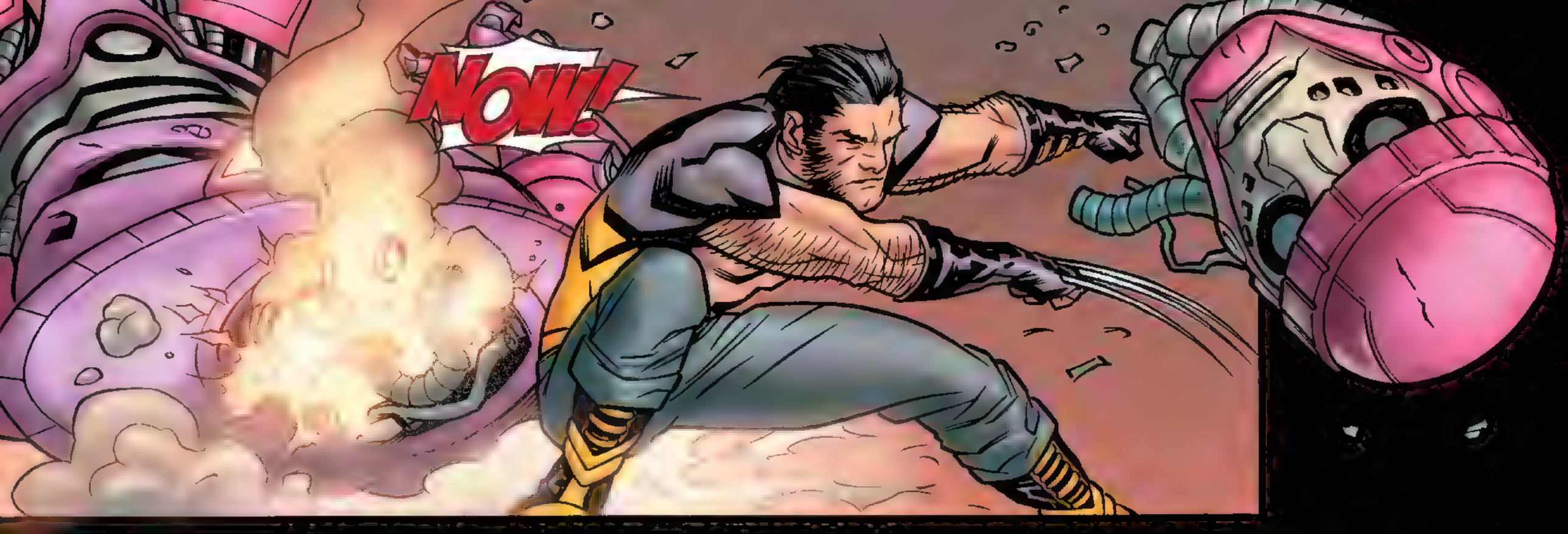
What would you do without me?
I'd have to be a little less reckless.
Sit tight.

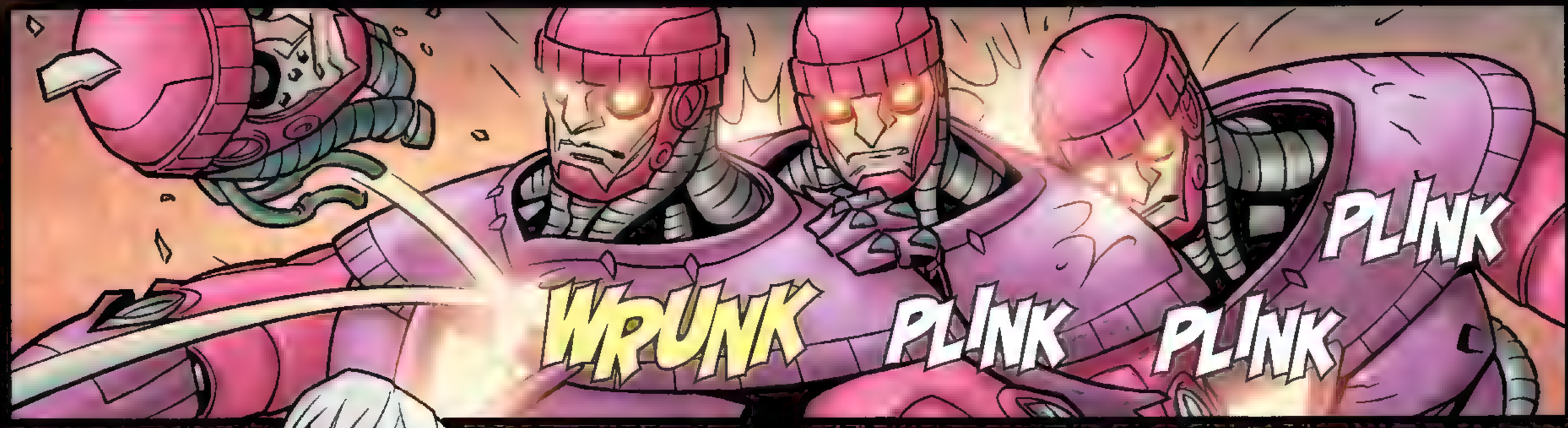
When you see the opening-- take it!

KRUNK

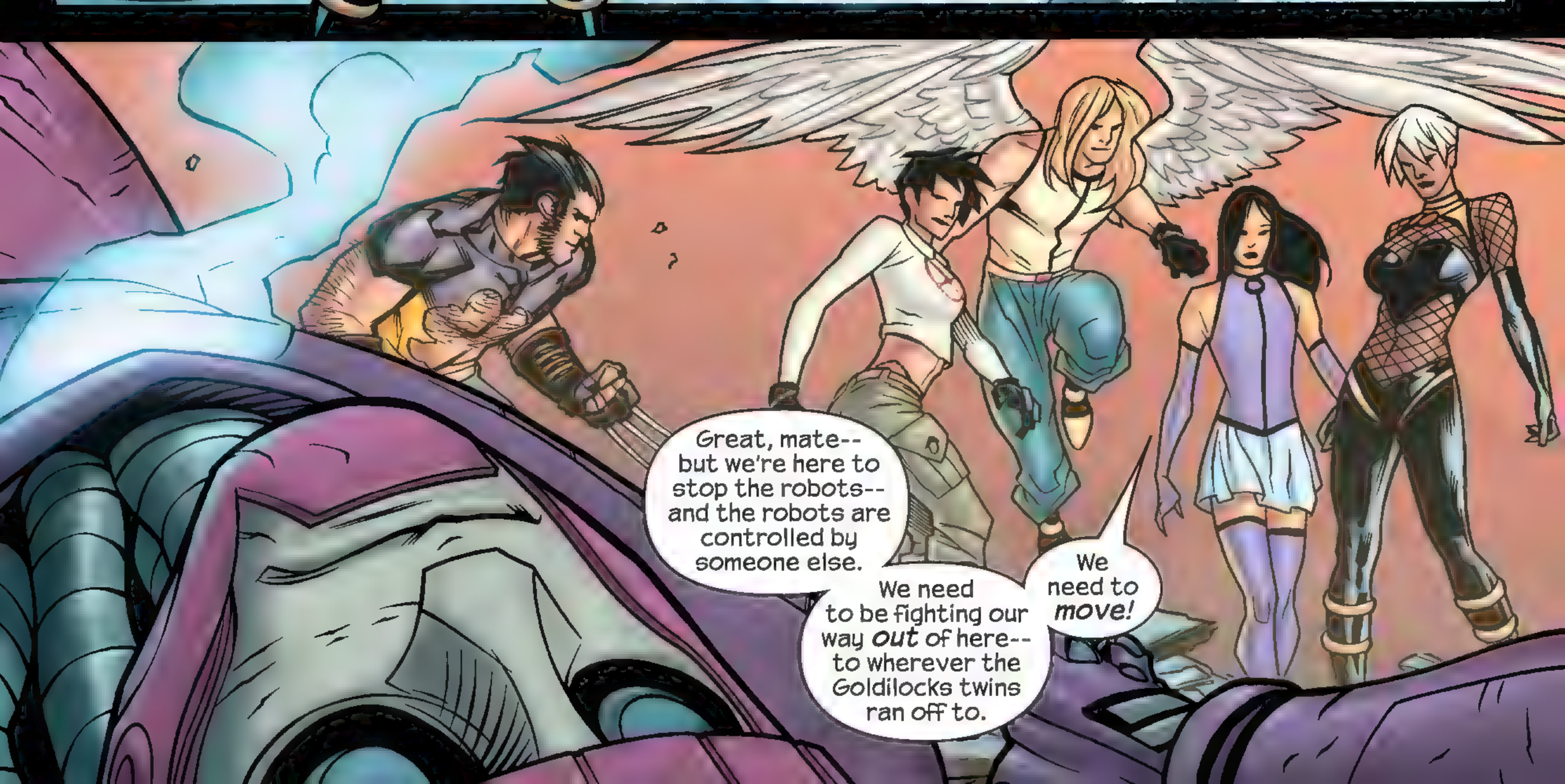
Wait for it...
SKRRKKK

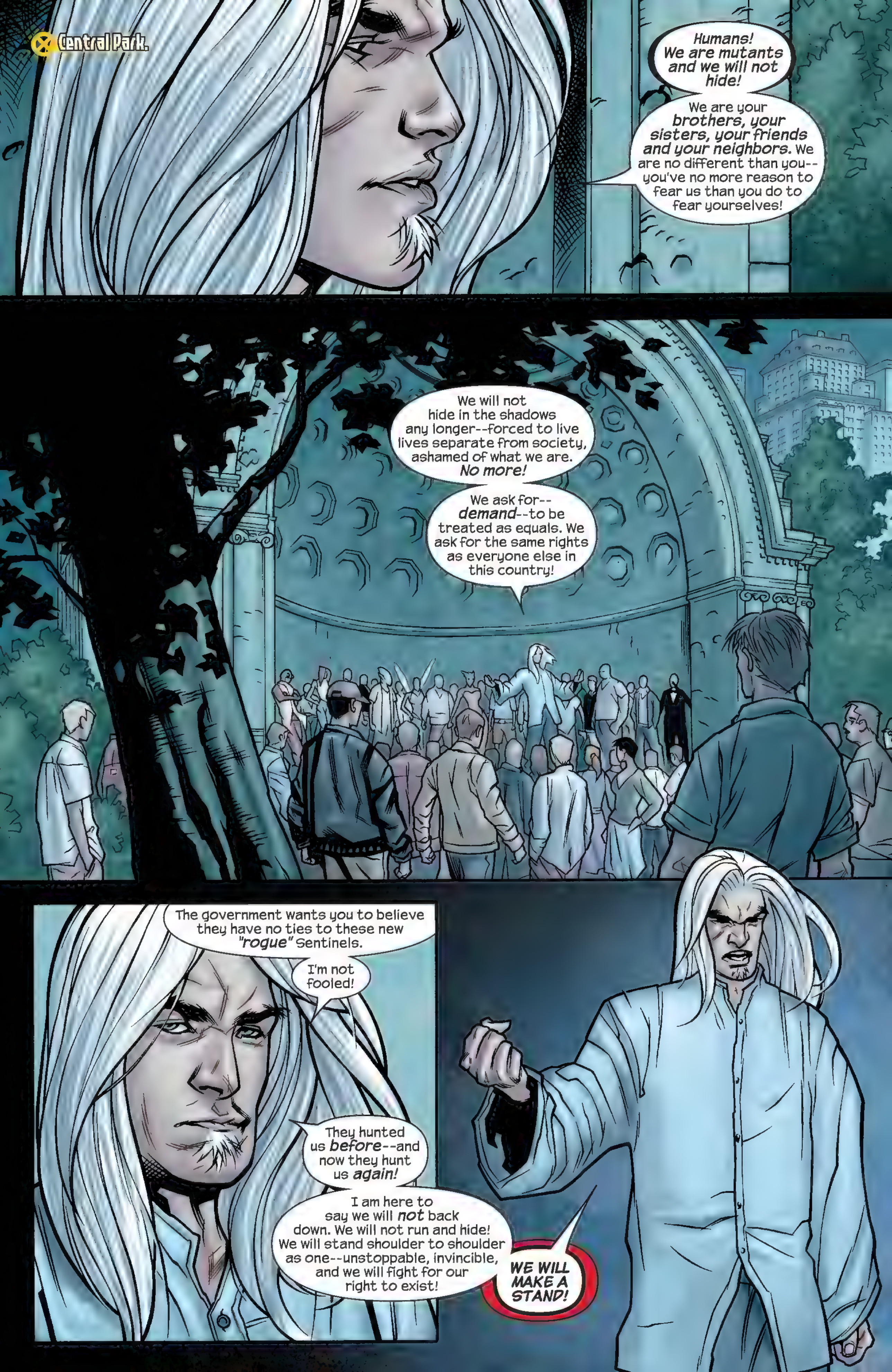
Wait for it...


NOW!


WRUNK
PLINK
PLINK
PLINK

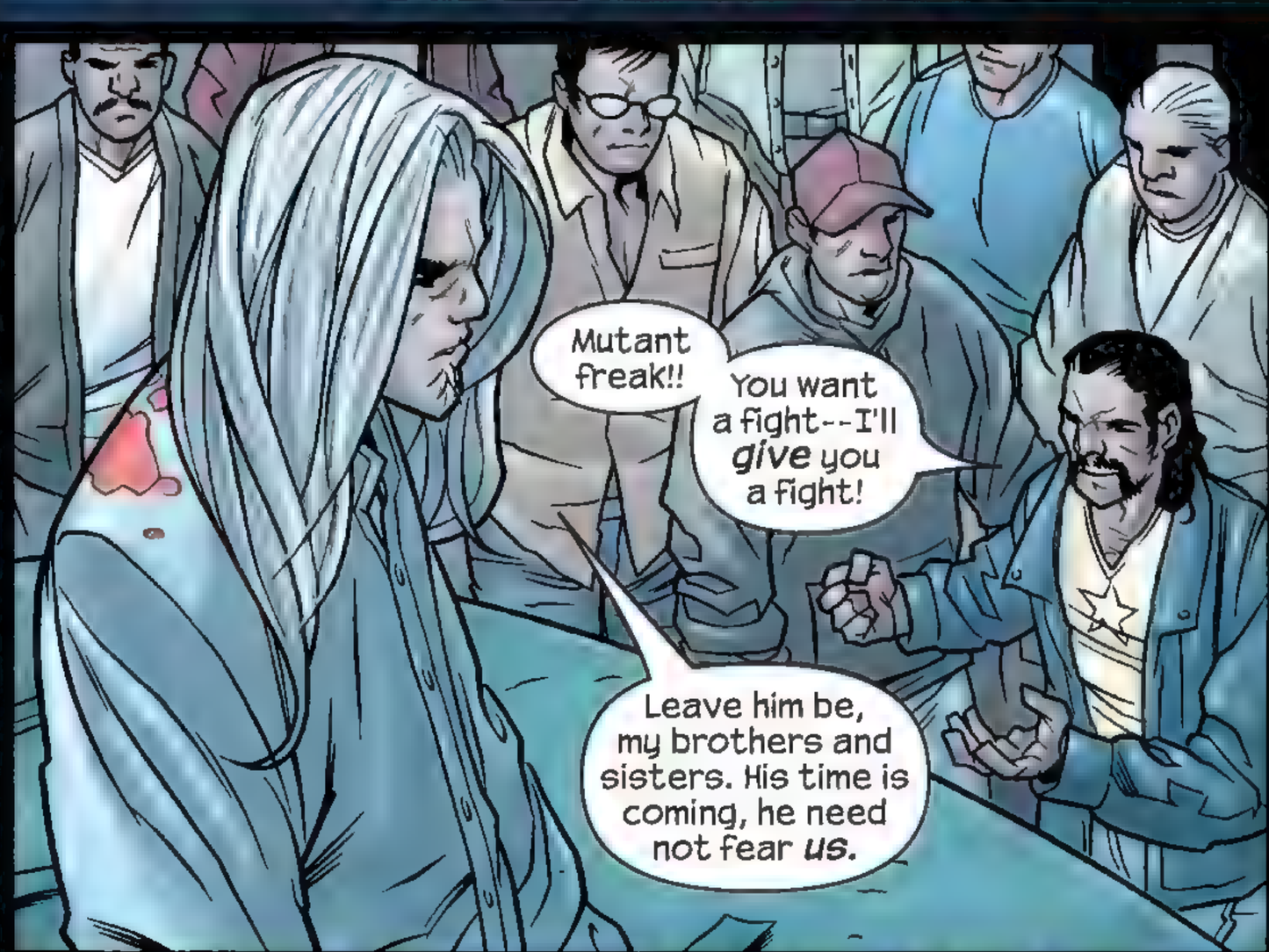
Circuit complete--
BRAINDOOM


Great, mate-- but we're here to stop the robots-- and the robots are controlled by someone else.
We need to be fighting our way *out* of here-- to wherever the Goldilocks twins ran off to.
We need to *move!*

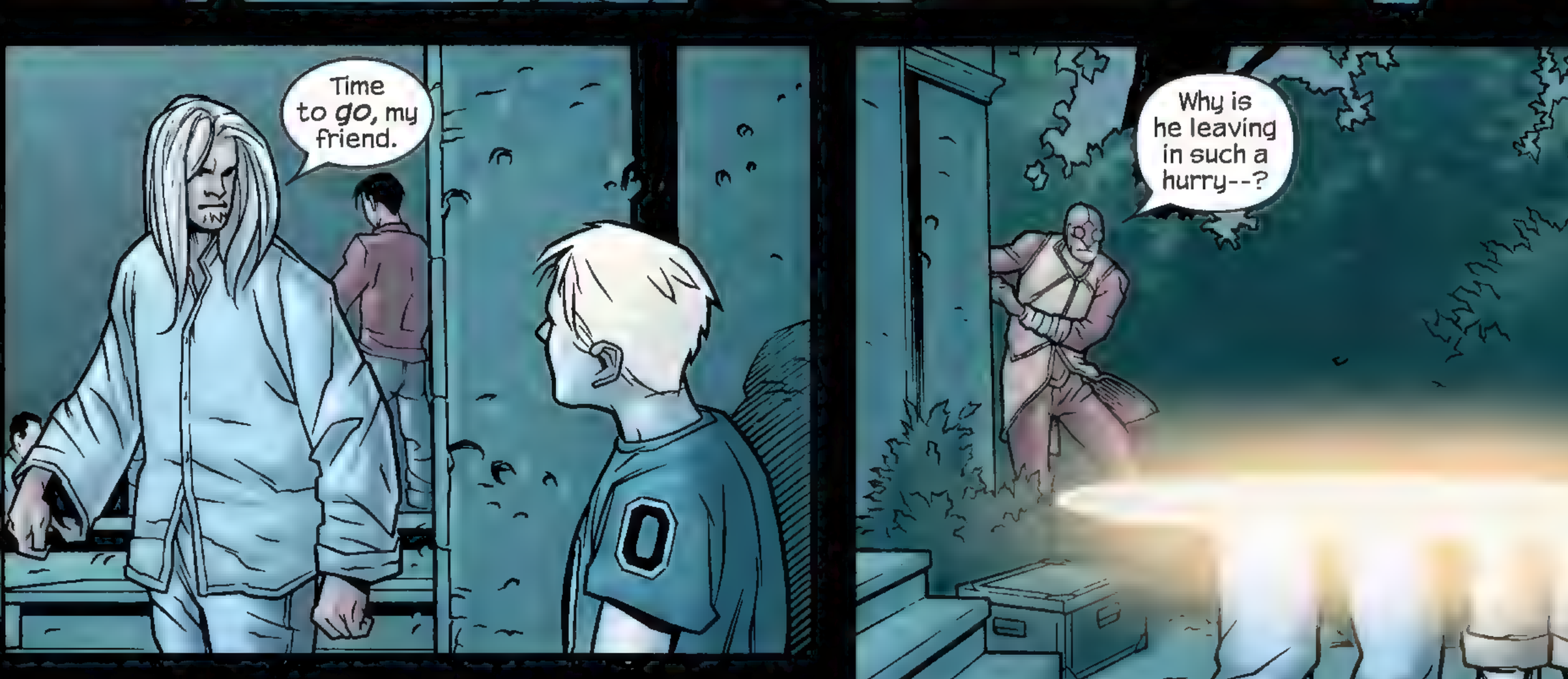

Central Park.
Humans! We are mutants and we will not hide!
We are your brothers, your sisters, your friends and your neighbors. We are no different than you--you've no more reason to fear us than you do to fear yourselves!
We will not hide in the shadows any longer--forced to live lives separate from society, ashamed of what we are. No more!
We ask for--demand--to be treated as equals. We ask for the same rights as everyone else in this country!
The government wants you to believe they have no ties to these new "rogue" Sentinels.
I'm not fooled!
They hunted us before--and now they hunt us again!
I am here to say we will not back down. We will not run and hide! We will stand shoulder to shoulder as one--unstoppable, invincible, and we will fight for our right to exist!
WE WILL MAKE A STAND!

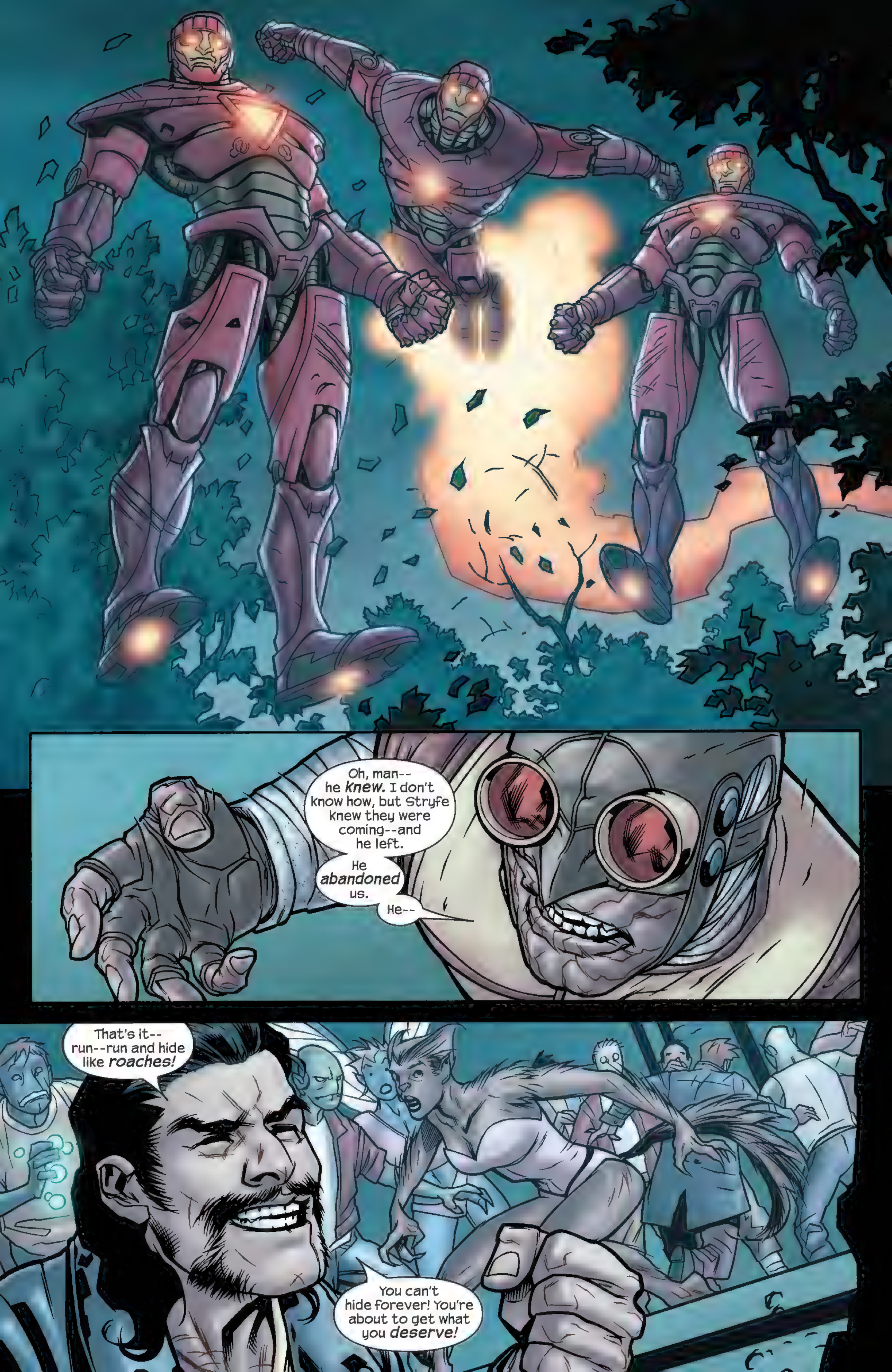
STRIFE!

SKRESSH


Mutant freak!!
You want a fight--I'll *give* you a fight!
Leave him be, my brothers and sisters. His time is coming, he need not fear *us*.

Scared?! You think we're *scared* of you?!
Calm down--just leave us alone.
Back off, furball!


Time to *go*, my friend.
Why is he leaving in such a hurry--?

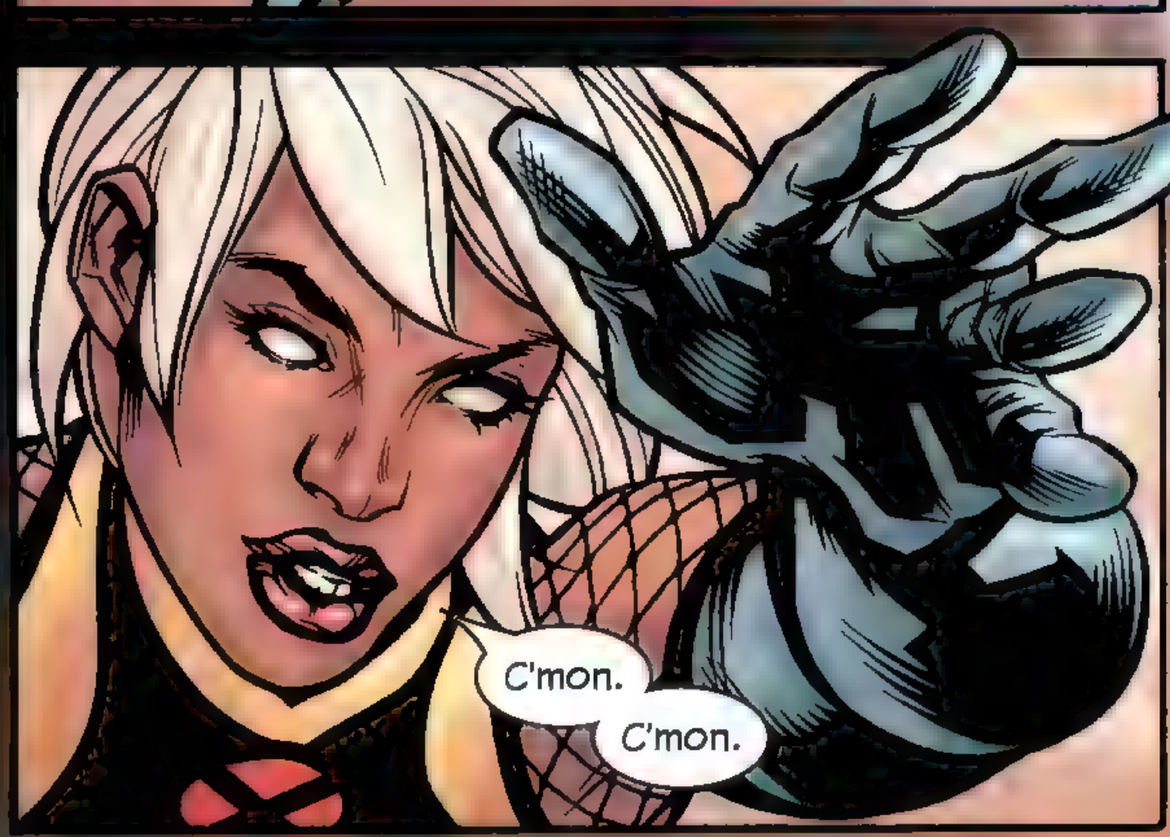

Oh, man-- he *knew.* I don't know how, but Stryfe knew they were coming--and he left.
He *abandoned* us.
He--
That's it-- run--run and hide like *roaches!*
You can't hide forever! You're about to get what you *deserve!*

Sentinel Base.

Where did they go?

Who cares--half of the robots left--it evened out the odds.

Be bloody *grateful!*

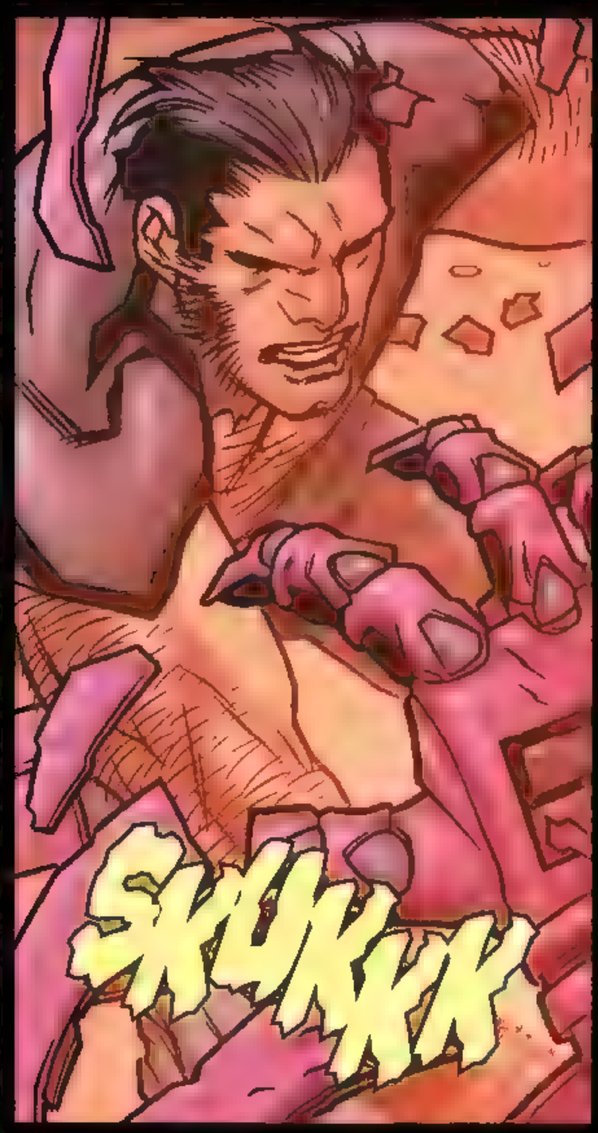


Oof!
WRAMM
ANGEL!

GRRR!
$%&@!

Wolverine?
Hello?

SWNGG


SKUKKK

SHNNGG

SLICTT

STOP!
Or what?
Or we see if your little friend can withstand one of our blasts at point-blank range.
I'm betting it pushes the back of her head through the front of her head. That would be... *unique.*
Wolverine is very reckless, dear sister. We may yet be privileged enough to witness such beauty.
Bloody hell.
Well? What's it going to be?

GET THE HELL AWAY FROM MY WIFE!
Wife?

ISSUE
87
VARIANT
PAQUETE
PERU

ISSUE
87
ROSE MAN
FLOWERS
529 6467
CITY TAXI
F0507

SENTINELS

PART 4 (OF 5)

Central Park.
Ask and you shall receive!
Are you--?

Hank McCoy, the likable, loveable *Beast?* Yes. Absolutely. Saw this party on the news and just had to crash it. What's the story here, pal?
Who's driving these things?

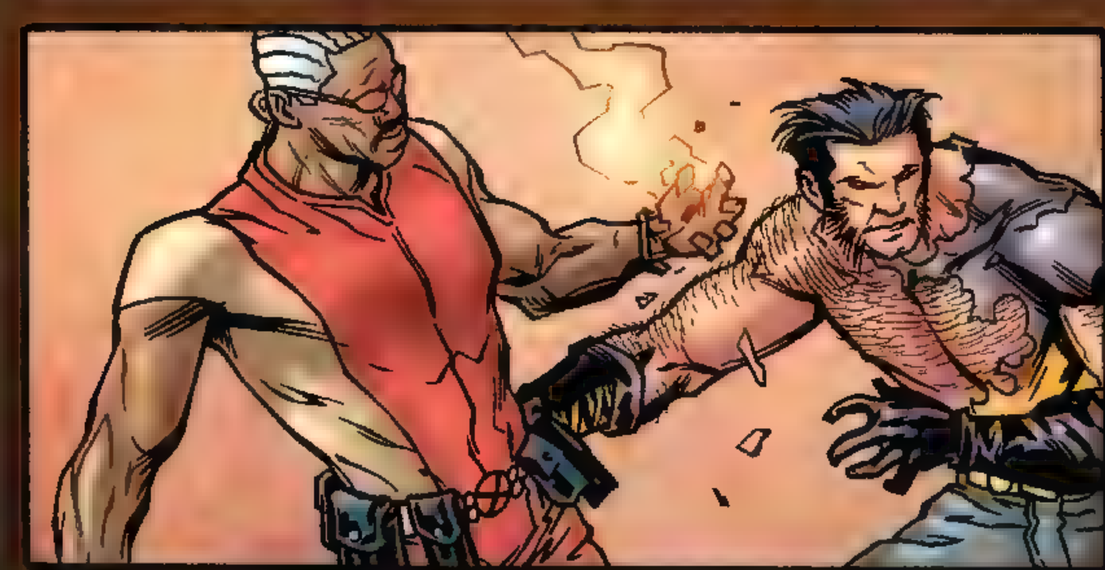
No clue. I've got a suspicion that this *"Stryfe"* person who's leading the Mutant Liberation Front is involved--he teleported away before the Sentinels attacked.
That's a pretty obvious smoking gun. Where'd he go?

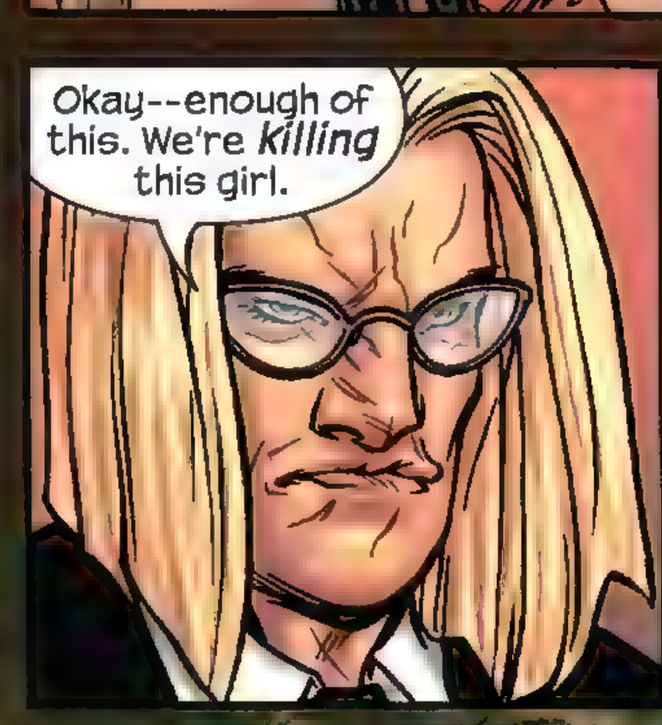
Your guess is as good as mine.

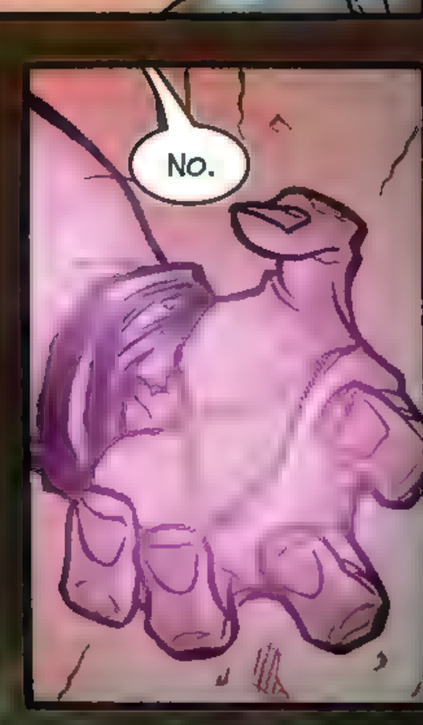
Fenris Laboratories.

Let my wife go.

Don't make me ask again.







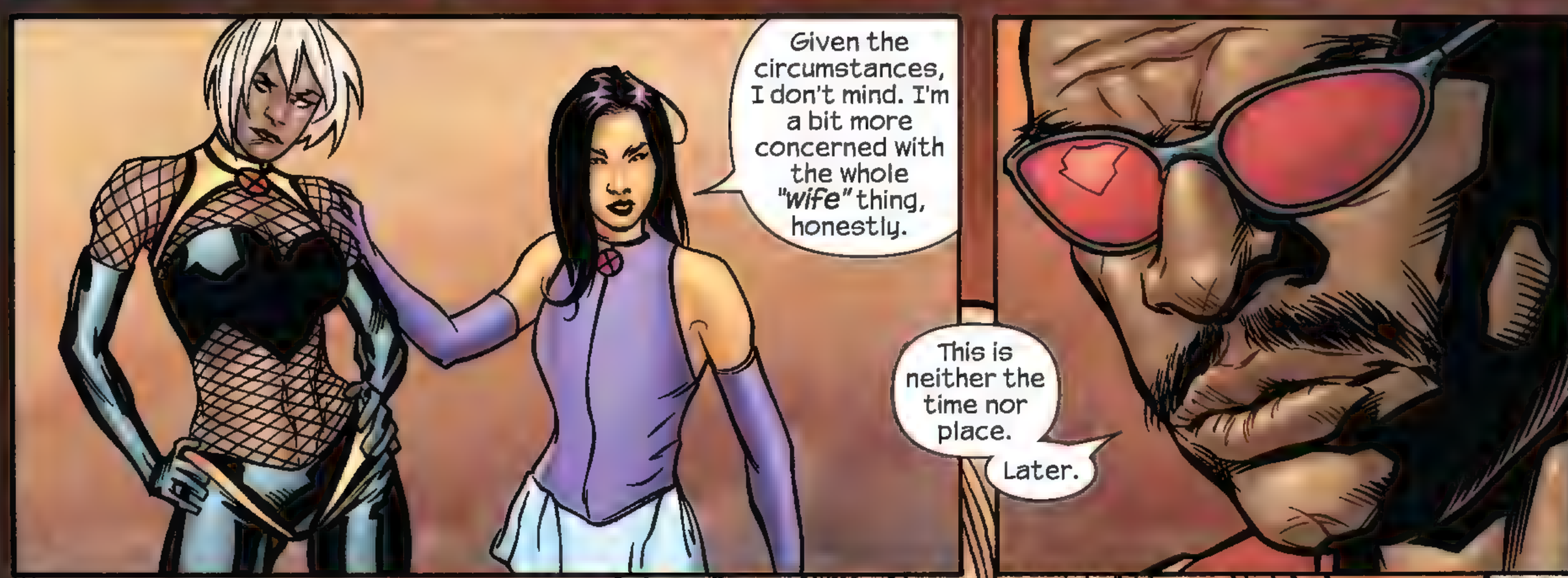
No. No. No.

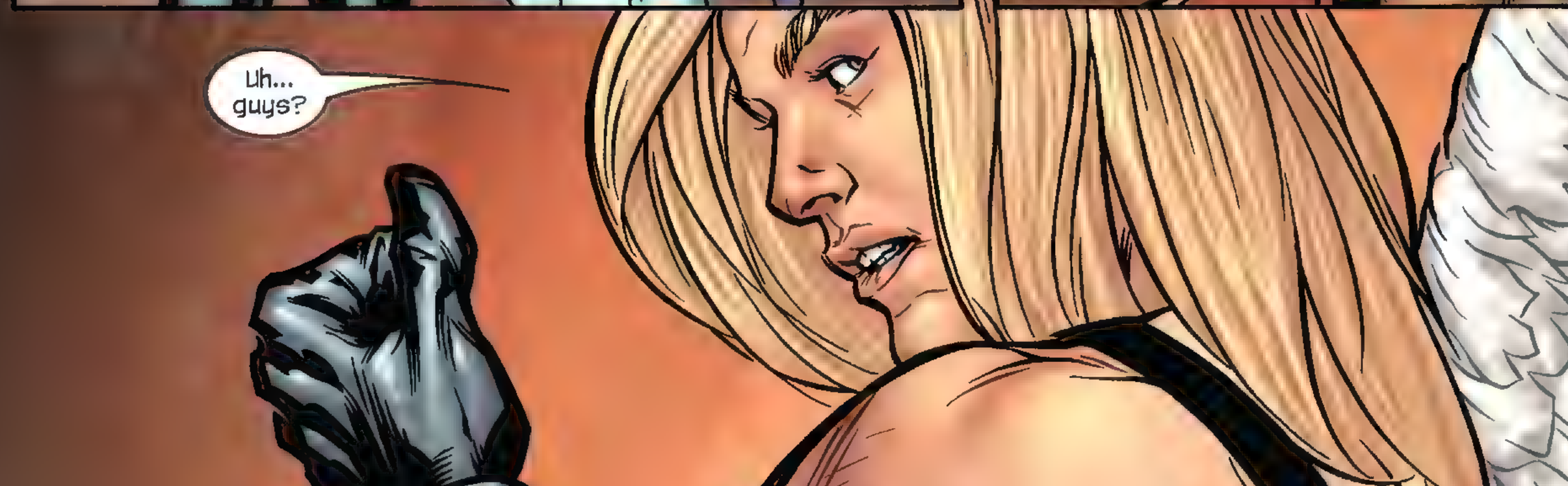
NO!
SPLUFFFF
Oh, jeez.
It's okay, Psylocke-- I got you.
C'mon.
Ew.

Storm, I didn't want to--
There was no other way. I had to save her.

$#*% happens.
You don't have to explain yourself.

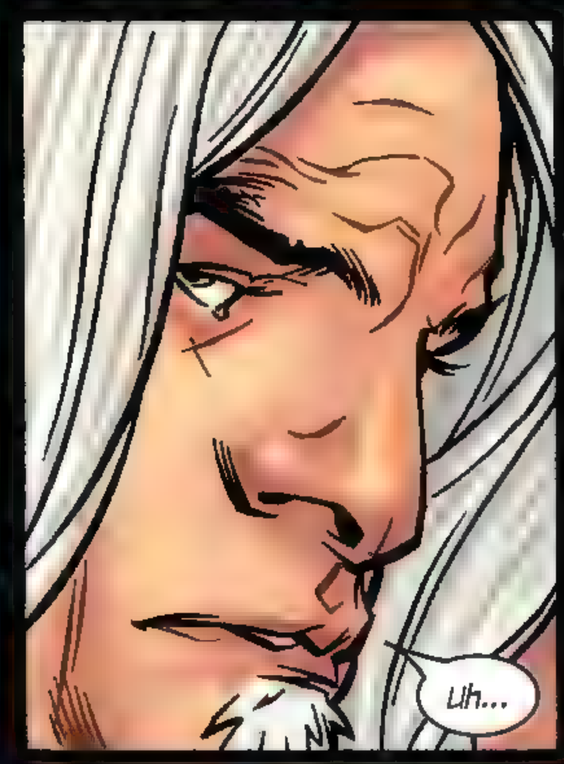
The hell he *doesn't!* This is not what the X-Men are about! We *don't* kill!
Nobody on this team *kills!*
Nobody!


Given the circumstances, I don't mind. I'm a bit more concerned with the whole "*wife*" thing, honestly.
This is neither the time nor place.
Later.

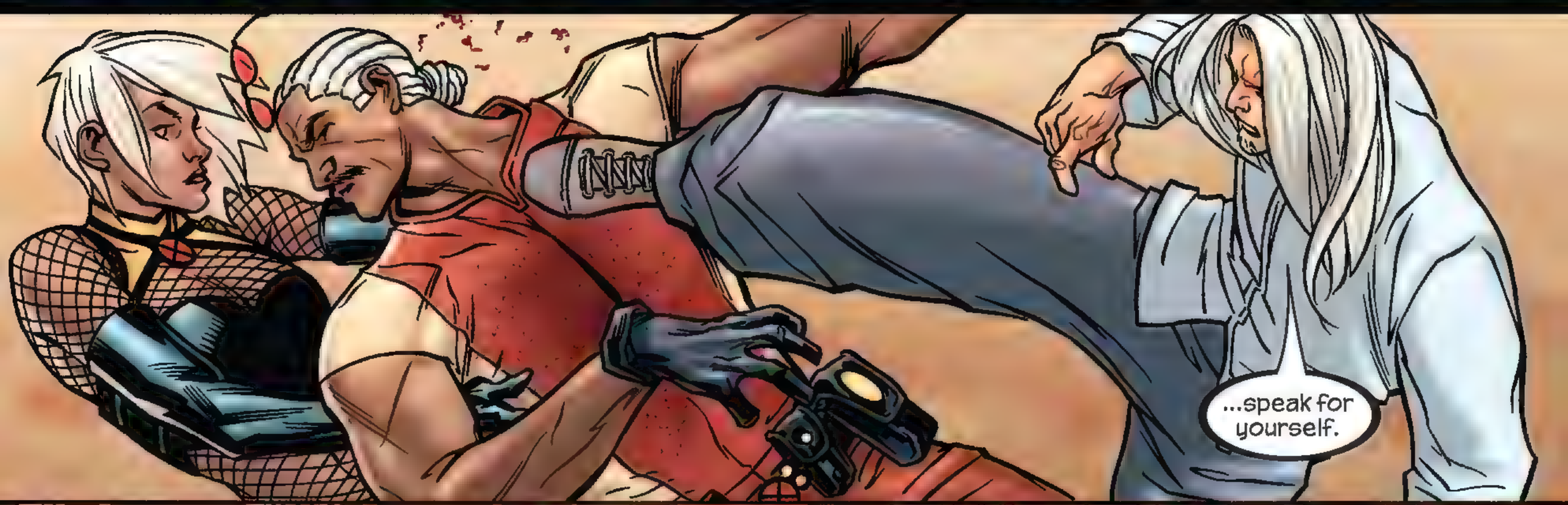

Uh... guys?

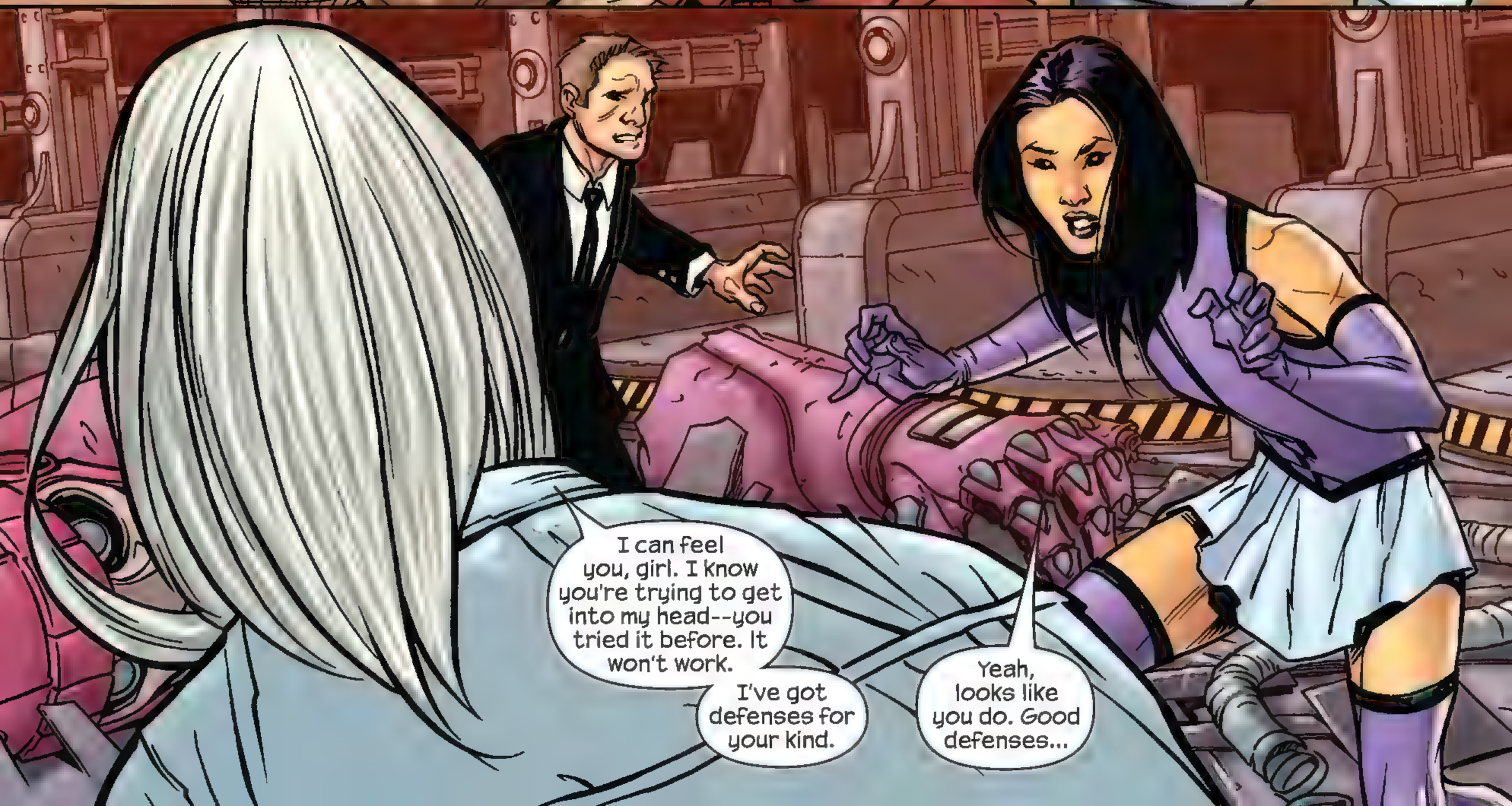
Hmm.
Awkward.

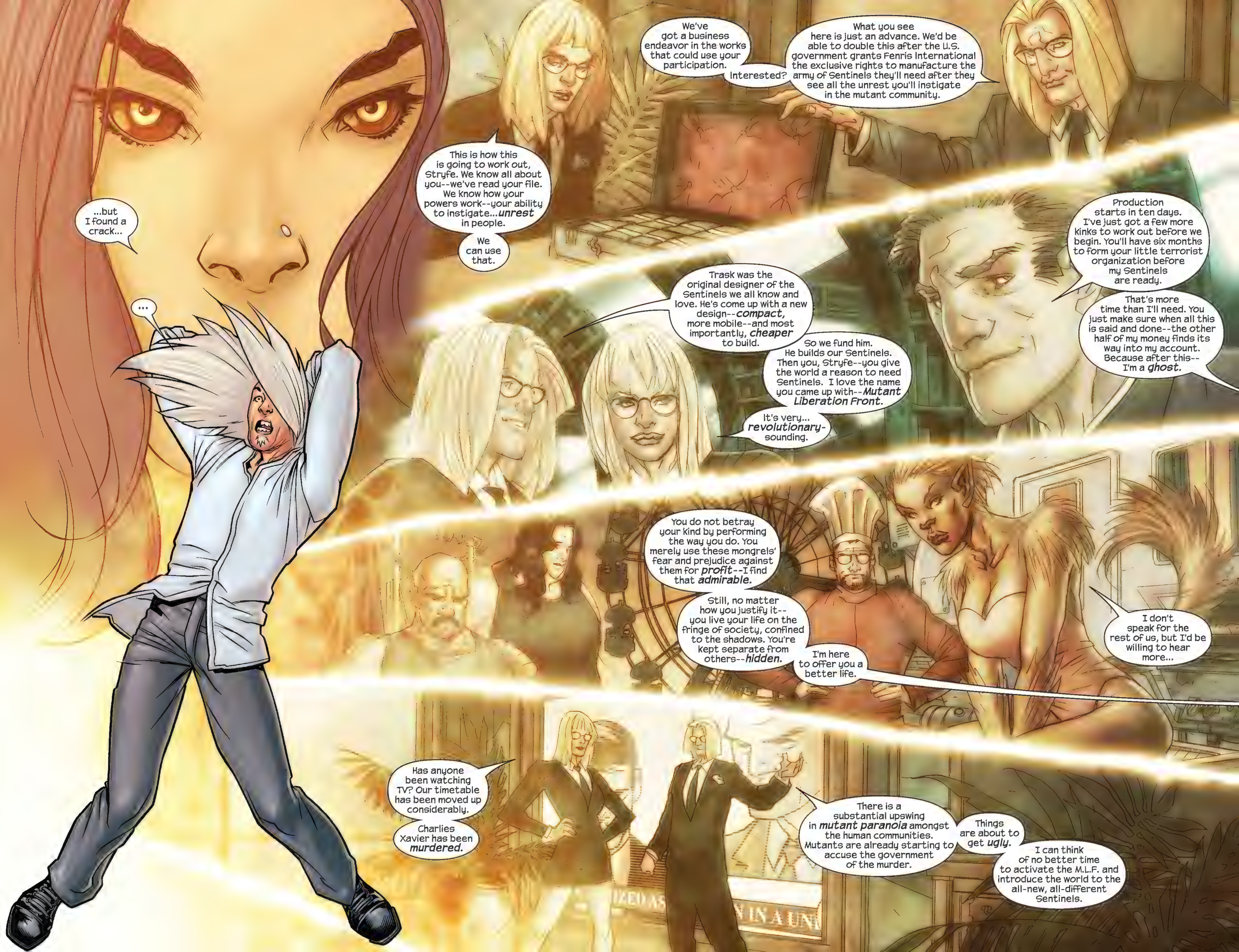
Zero! Get back here, you little--


Uh...

Stryfe and I surrender--this was a *mistake.* This *whole plan* was a huge mistake. Please--take us in.
Please just don't hurt us--we'll shut everything down--we won't resist, I promise.
Trask, please...


...speak for yourself.


I can feel you, girl. I know you're trying to get into my head--you tried it before. It won't work.
I've got defenses for your kind.
Yeah, looks like you do. Good defenses...


...but I found a crack...
...
This is how this is going to work out, Stryfe. We know all about you--we've read your file. We know how your powers work--your ability to instigate...*unrest* in people.
We can use that.
We've got a business endeavor in the works that could use your participation.
Interested?
What you see here is just an advance. We'd be able to double this after the U.S. government grants Fenris International the exclusive rights to manufacture the army of Sentinels they'll need after they see all the unrest you'll instigate in the mutant community.
Production starts in ten days. I've just got a few more kinks to work out before we begin. You'll have six months to form your little terrorist organization before my Sentinels are ready.
That's more time than I'll need. You just make sure when all this is said and done--the other half of my money finds its way into my account. Because after this--I'm a *ghost*.
Trask was the original designer of the Sentinels we all know and love. He's come up with a new design--*compact*, more mobile--and most importantly, *cheaper* to build.
So we fund him. He builds our Sentinels. Then you, Stryfe--you give the world a reason to need Sentinels. I love the name you came up with--*Mutant Liberation Front*.
It's very... *revolutionary*-sounding.
You do not betray your kind by performing the way you do. You merely use these mongrels' fear and prejudice against them for *profit*--I find that *admirable*.
Still, no matter how you justify it--you live your life on the fringe of society, confined to the shadows. You're kept separate from others--*hidden*.
I'm here to offer you a better life.
I don't speak for the rest of us, but I'd be willing to hear more...
Has anyone been watching TV? Our timetable has been moved up considerably.
Charlies Xavier has been *murdered*.
There is a substantial upswing in *mutant paranoia* amongst the human communities. Mutants are already starting to accuse the government of the murder.
Things are about to get *ugly*.
I can think of no better time to activate the M.L.F. and introduce the world to the all-new, all-different Sentinels.

Get out of my head!
Ungh!
He was working with them--sending those machines after his own kind!
He was on the Fenris payroll--selling out for a buck.
Back off, old man--you'll only get in the way!
No--he's mine!
Don't boss me around, geezer! I'll do as I please!
Why do you have to act so indifferent, Dazzler--keeping your feelings bottled away?!
Why do I have to feel like the man in this relationship? I have to do everything!
Storm, you and your adult body--why do you have to flaunt it in front of me while I'm trapped in the body of a child? It's not fair!
Well, feels like I'm still in control. Looks like you can't create conflicting feelings--only enhance them.
Sorry for you!
Don't worry, I only need a few seconds.
Stryfe--no, don't do it. It's over--just surrender! Please!

There--complete.

No...not this!

Hnph!

Damn it!

BRAKOM

Oh, no...

Oh, no...

I don't know who you are, but don't worry, he'll *live*.

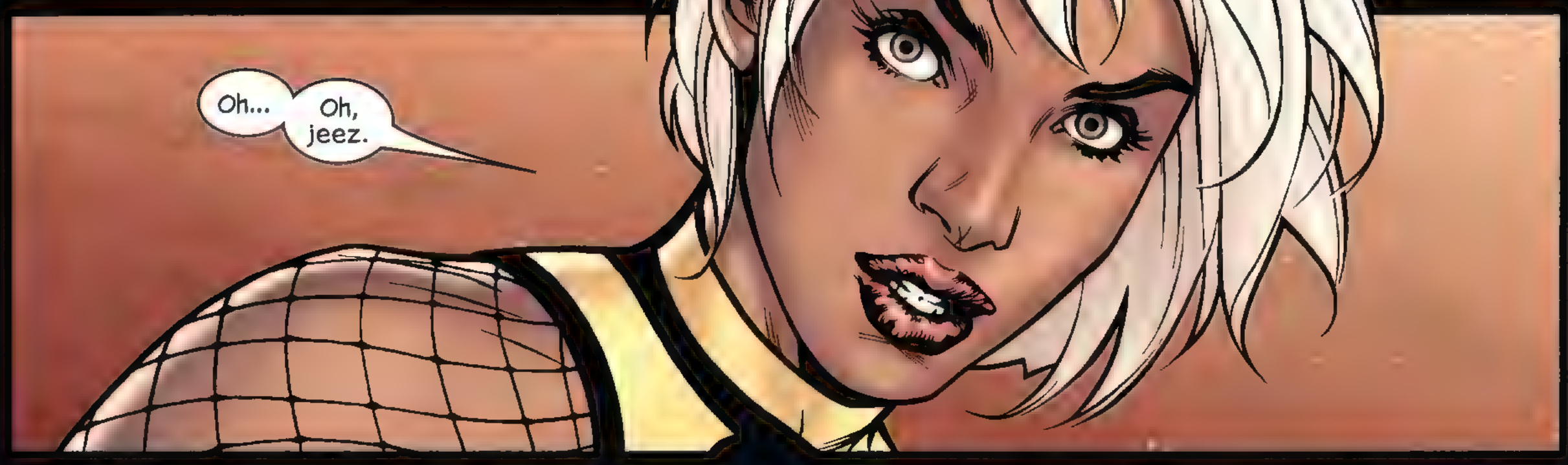
No--you don't understand. He activated the fail-safe.

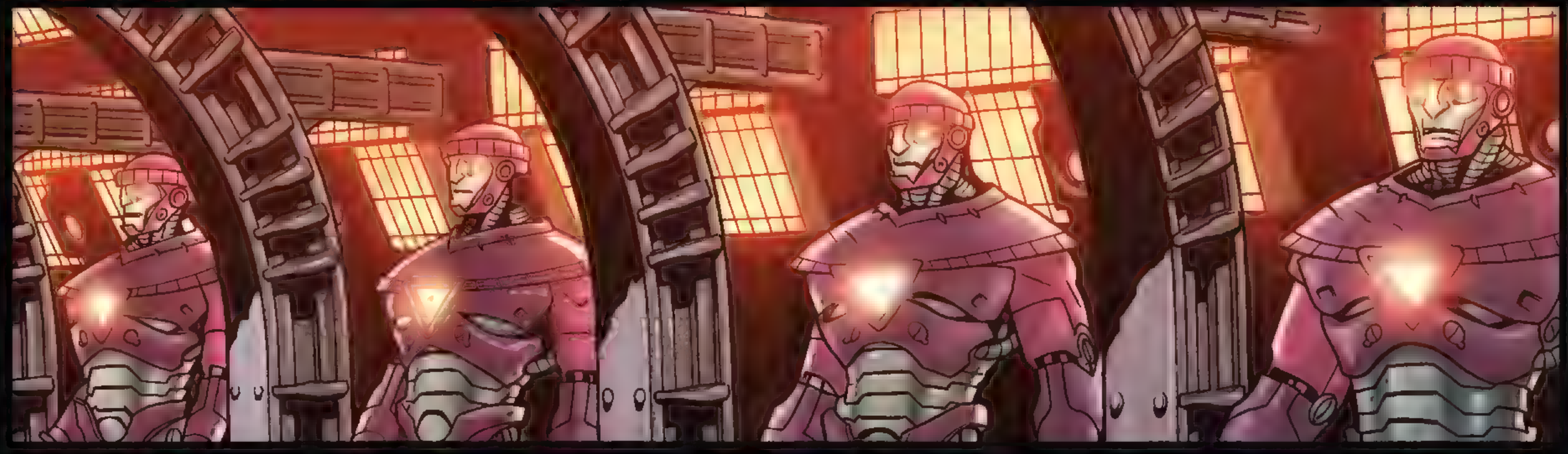
I didn't want to do it--I fought against it, but they *made* me do it. They said they'd *kill* me if I refused.

In case we got caught--in case the government refused to pay for the Sentinels--they had me create a fail-safe.

A program has been sent to the Sentinels--they're *completely automated* now, I can't stop them. I was still working on programming the override--the timetable was moved up. I'm not finished.

I don't think they can be stopped.


Oh...
Oh, jeez.



Where are they going? *Where?!*
They're programmed to rendezvous at the last dispatch location--they'll *kill* all the mutants at that location, and then spread out and continue killing--

SKLIKT
Find a way to stop them! I *won't* ask again!
You don't have to threaten me. I know what I've done--and I know there's nothing I can do to atone for it.

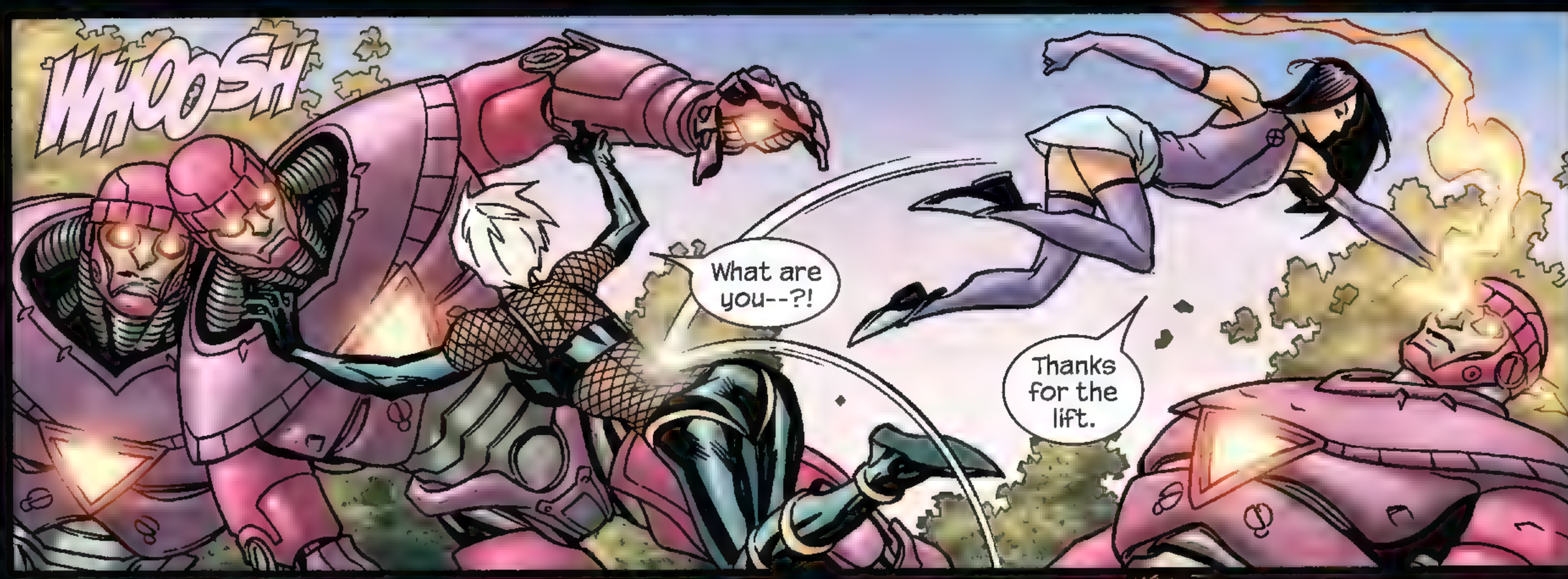
Mutants were an *abomination* to me--something to be feared, exterminated. I was going to be a *hero*--I wasn't supposed to be a *murderer*--but that's what I am. When the program was shut down, I tried to forget it. I didn't want to do this, the Fenris twins, they--the money they promised--oh, God. This wasn't supposed to be my life.
We have to act, now. Angel, stay here and make sure this idiot keeps his word.
I'll *fix* this--I can figure out a way. I *promise.*

In the meantime--we need to find out where these things are going and do whatever it takes to keep the casualties at a minimum.
We'll stop off somewhere and get Stryfe into S.H.I.E.L.D. custody before he wakes up.
Trask, if you don't pull this off, Angel tells me where you are and I send Wolverine after you--*alone.* Keep that in mind.
Let's go.

Central Park.
Y'know--If I still had half my nerve endings left--this would probably *hurt!*
Fan out--shut these machines down!
It's time to make a *difference,* X-Men!

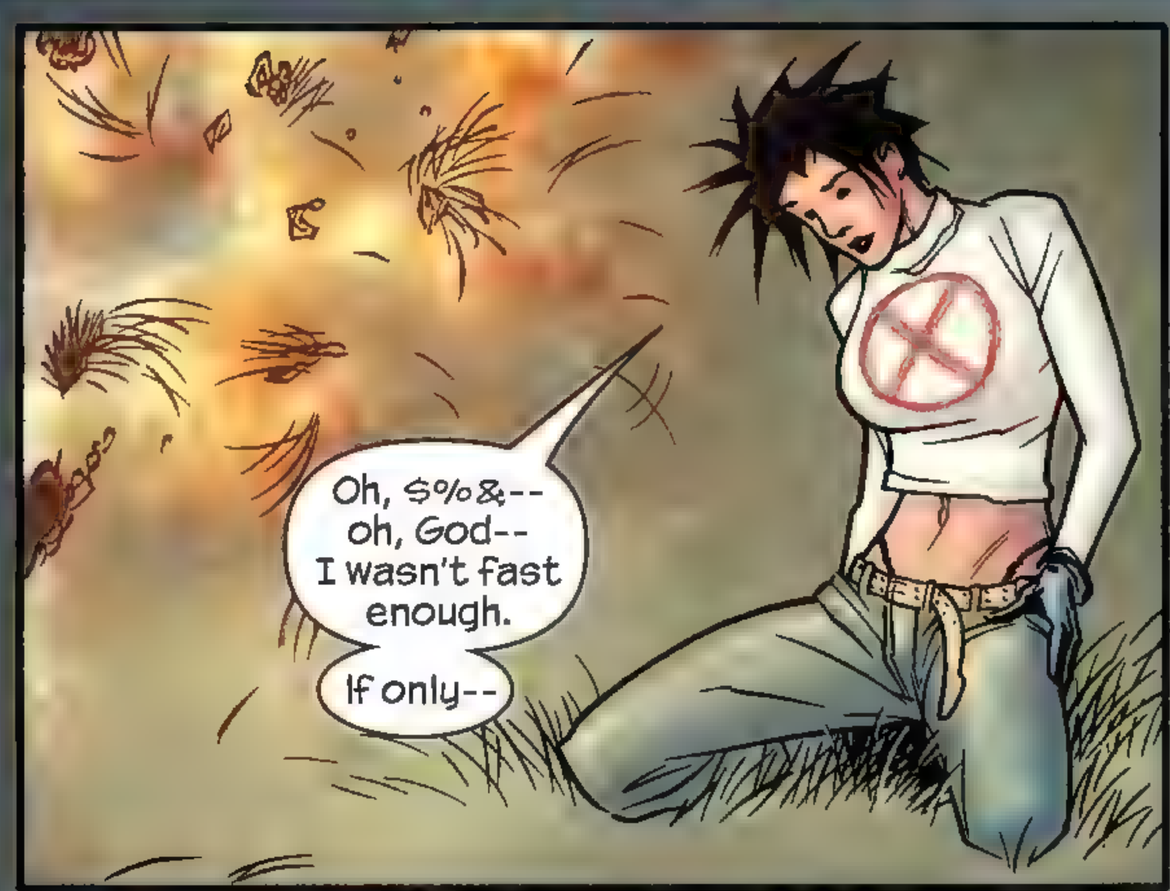
Go! RUN!
I'll take care of this one--get out of here!

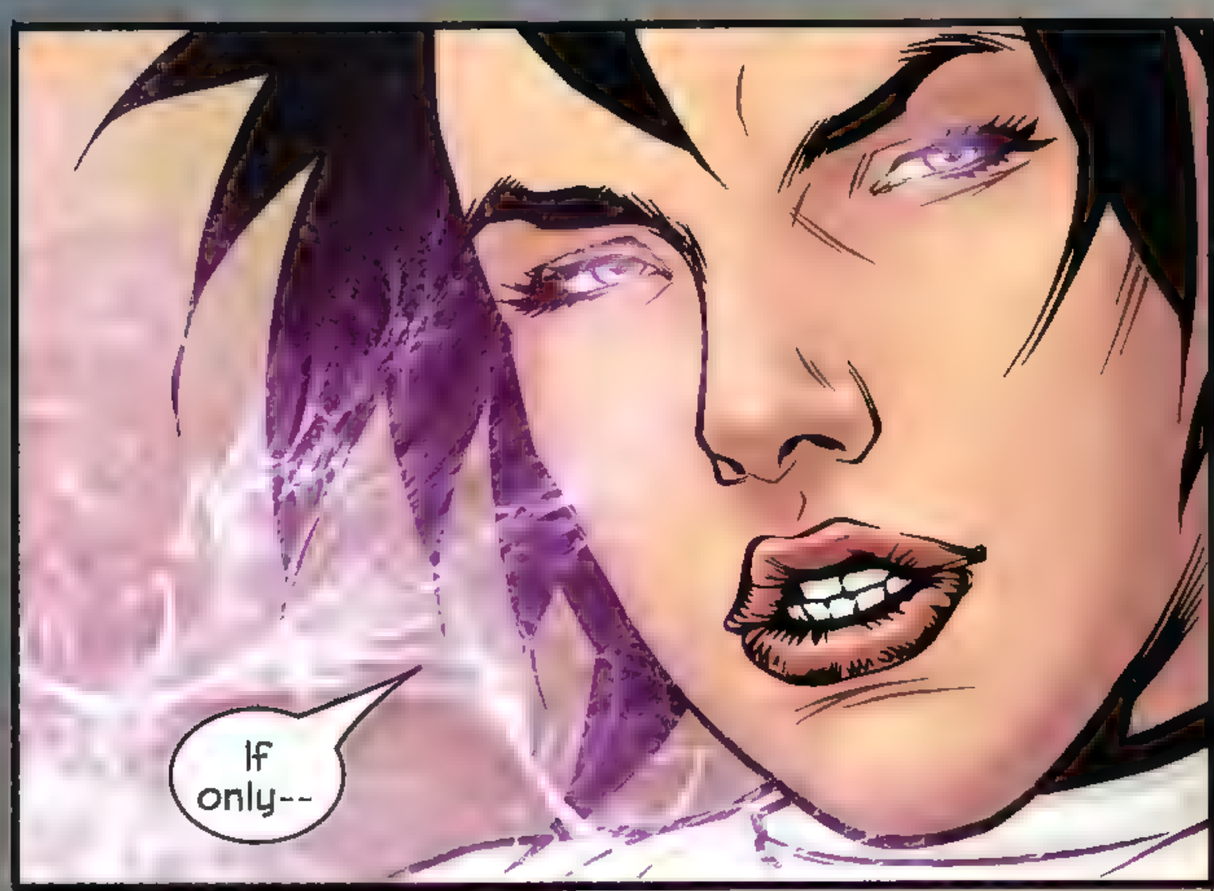
ROAARGH!
SVASSH

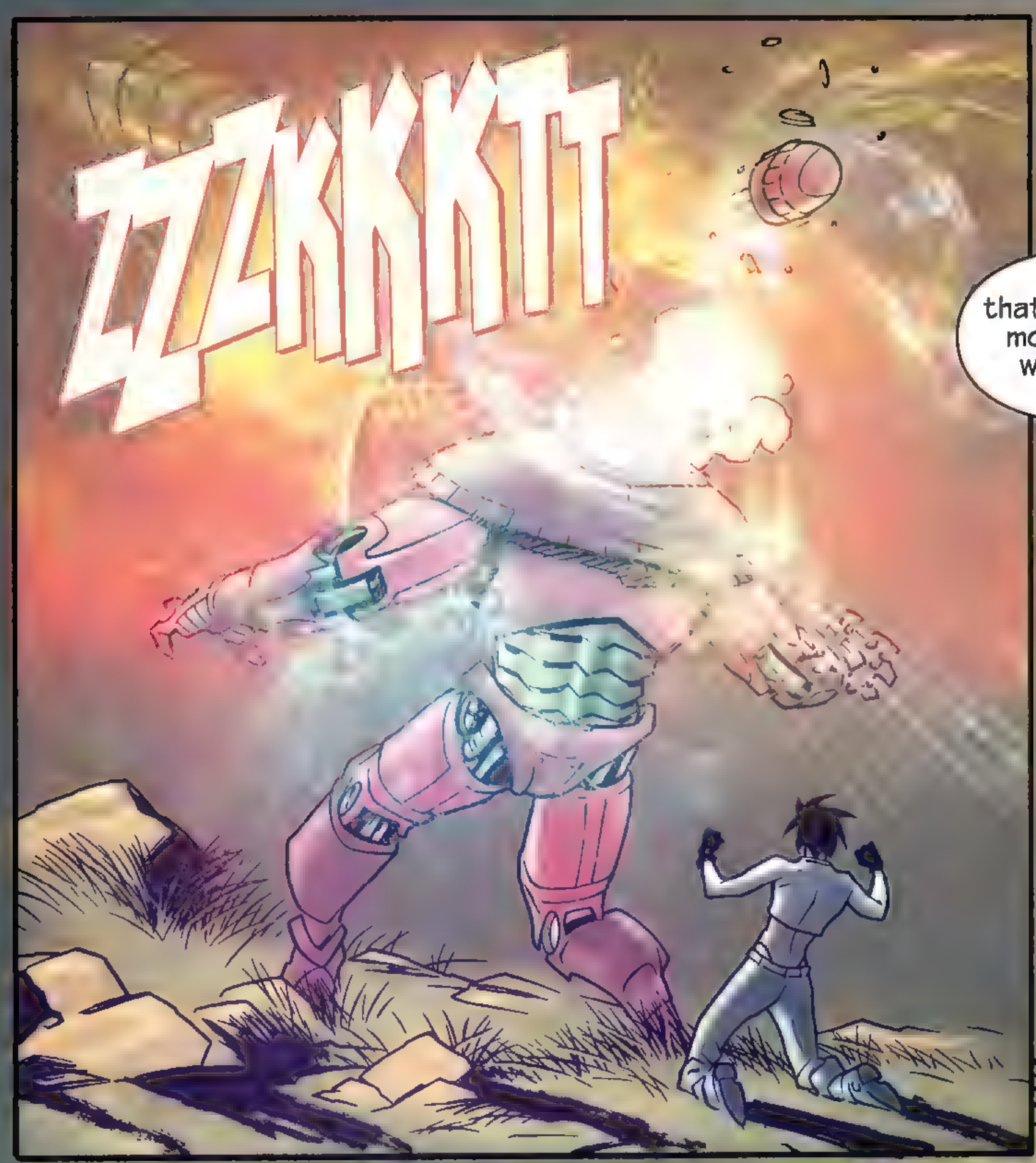

WHOOSH
What are you--?!
Thanks for the lift.

I trust Psylocke told you how she asked me to join the M.L.F.?
She did, Pyro.
Good thing, too. I think Stryfe is working for whatever is running these Sentinels, he--
We already know. He's been taken care of.
Not bad.

Jump-- I'll catch you! Just jump off!
Just--


Oh, $%&--
oh, God--
I wasn't fast
enough.
If only--


If
only--


ZZKKKTT

Okay, do
that about twenty
more times and
we'll be in the
clear.
I don't--
I don't think
I can...

Back at the Sentinel Base.

Why are the lights suddenly flickering--what did you do?

The only thing I think will stop them--I overloaded the generators--this place will be a crater in a few seconds.

You might want to lea--

Unph!!

What are you *doing?!* Let me go! I've done too much--taken too many lives! I don't want this--*stop!*

Are you *crazy?!* Stop struggling!

Stop--

Ungh!

KRAK

Forgive me.

KRAKKA-DOOM

I need someone to cover me! I've got to go check on Angel! I think Trask was lying--he should have done *something* by now!

Take Dazzler with you--we gotta get her out of here, she's too weak to fight!

Bishop--any assistance you could offer would be--

PYYYOOOOOOOOO

Looks like you spoke too soon, Bishop. These things are shutting down, they're--

...crap.

VOOSH

--falling too fast!

KROOM
I got you!
Thanks, I...
...
Uh...
Hi?

Did you miss me?

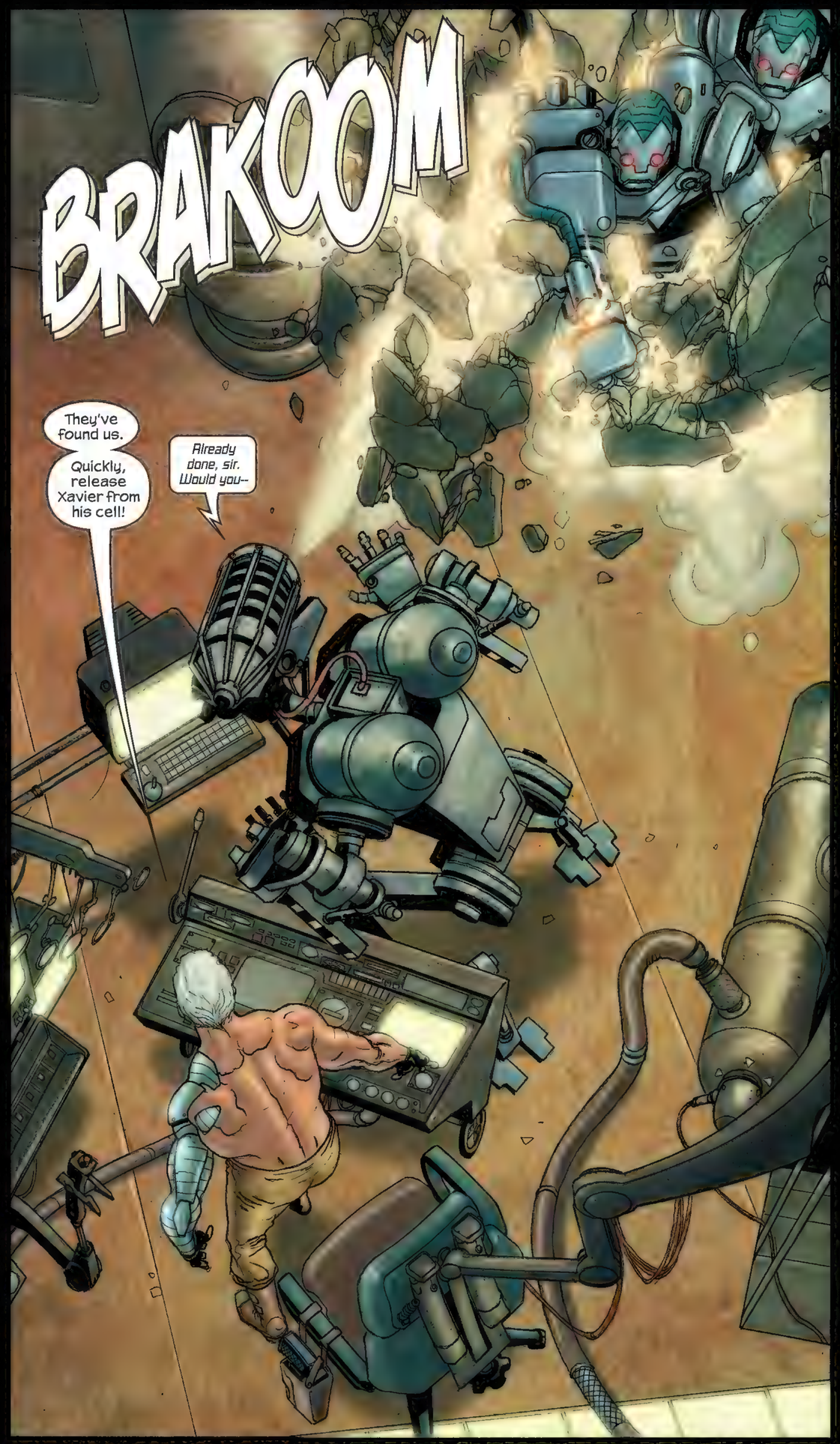
I need to make this *quick*. I don't know how long they'll be distracted and I don't know when I'll get another chance to call without being noticed.

Everything is working out. Beast just returned--which is ahead of schedule. Dazzler has gone supernova twice now. The main thing--they're really working as a team now, helping each other in battle.

Everything is progressing nicely.

ISSUE
88
PAQUETTE
LATOUR
PERU

SENTINELS
EPILOGUE


BRAKOOM
They've found us.
Quickly, release Xavier from his cell!
Already done, sir. Would you--

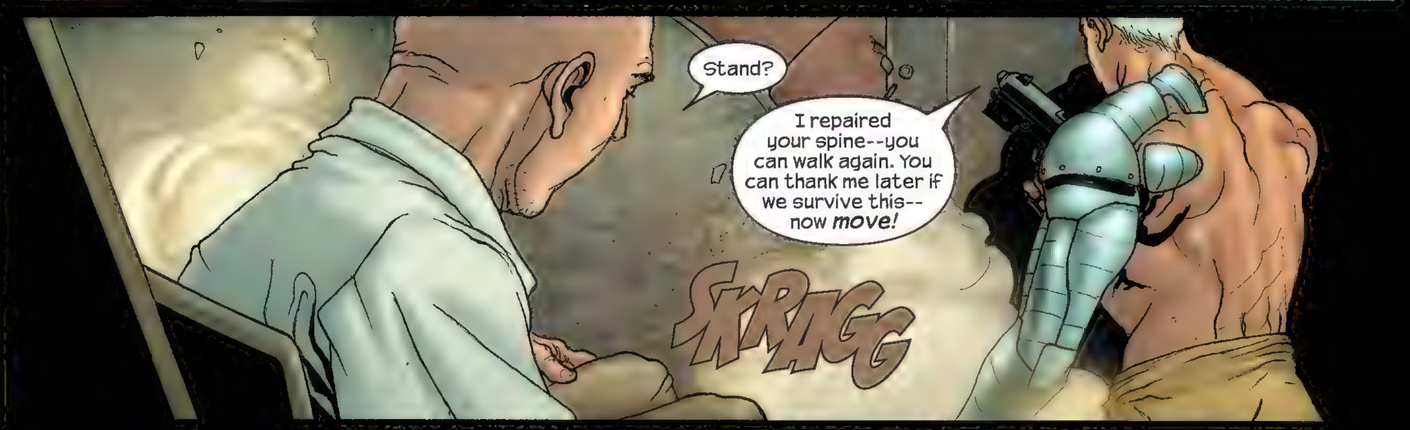
BLAMM

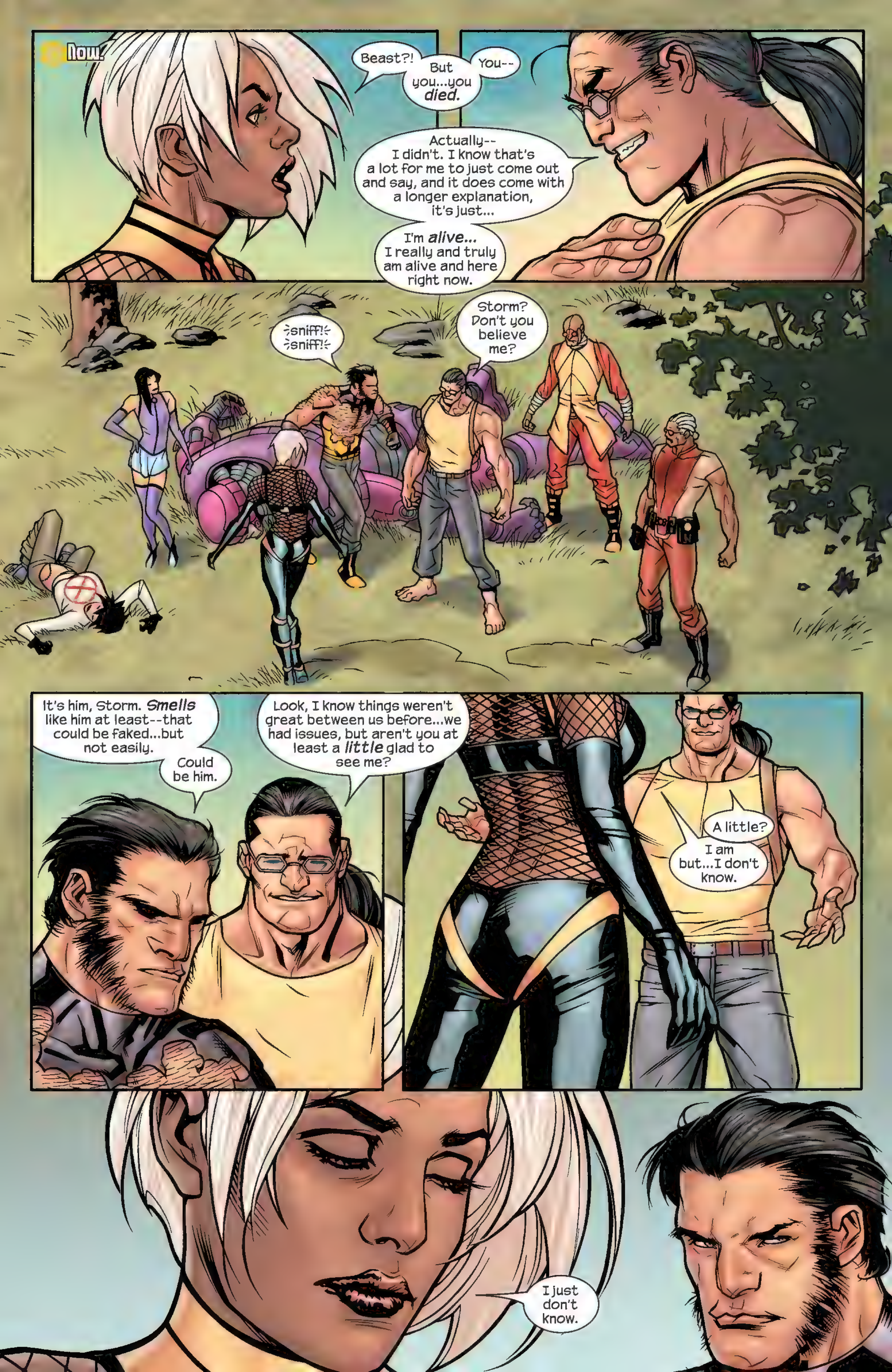
Okay, Xavier--change of plans. I need your *help.*
Why would I help you?

Because it's the only way you'll stay alive.
SNIKT

Don't move...I don't want to take off more than the collar.
SKRAGG

Yeah, I was going to get around to telling you about me sooner or later. This wasn't part of the plan.
Now stand up, bub. If we're going to survive this, you're going to need to stay mobile.


Stand?
I repaired your spine--you can walk again. You can thank me later if we survive this--now *move!*
SKRAGG


Now!
Beast?!
But you...you *died.*
You--
Actually-- I didn't. I know that's a lot for me to just come out and say, and it does come with a longer explanation, it's just...
I'm *alive...* I really and truly am alive and here right now.
Storm? Don't you believe me?
sniff! sniff!
It's him, Storm. *Smells* like him at least--that could be faked...but not easily.
Could be him.
Look, I know things weren't great between us before...we had issues, but aren't you at least a *little* glad to see me?
A little?
I am but...I don't know.
I just don't know.

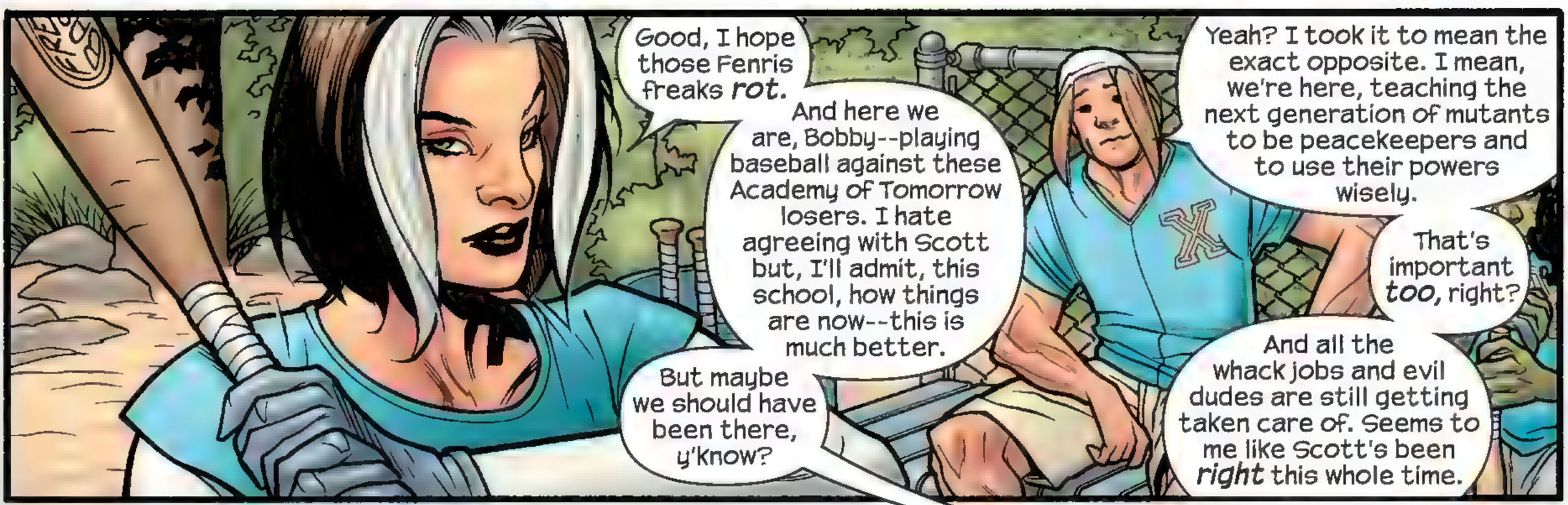
Was I drinking? I--
Oh--
I just *wish* I was drinking.

We've got company, people. I think this is our cue to leave!

Let's go. C'mon. We'll swing by that factory and get Angel and then we're off to Sydney.
Storm?
We can sort out all this there... privately.

WHACK
Xavier's School for Gifted Children.

Wow, nice one, Slim.
Rogue, did you see the news this morning? Sentinels are all done for. Looks like that Bishop guy's team took them out last night--they weren't sponsored by the government at all. It was all those Fenris clowns.

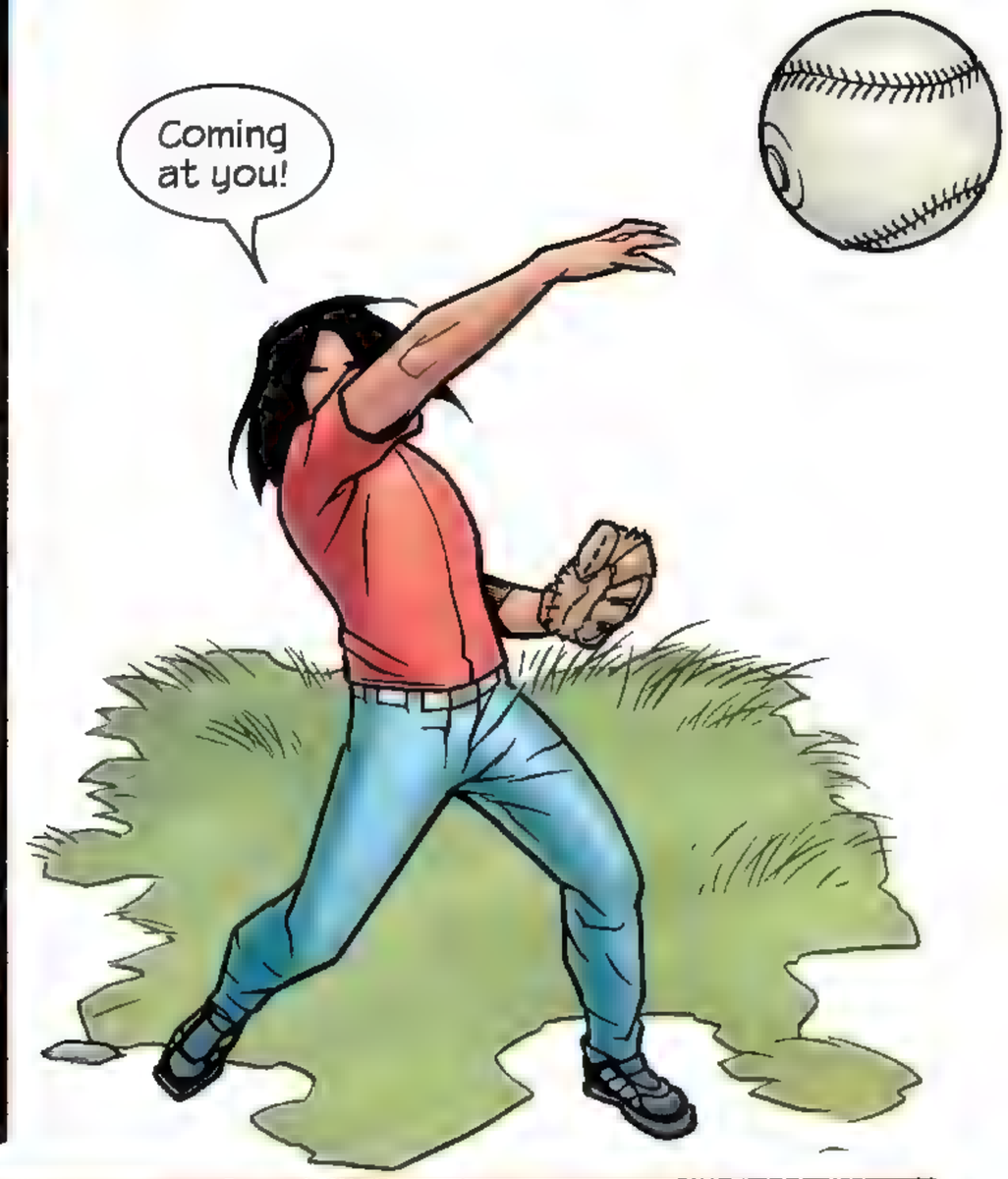

Good, I hope those Fenris freaks *rot.*
And here we are, Bobby--playing baseball against these Academy of Tomorrow losers. I hate agreeing with Scott but, I'll admit, this school, how things are now--this is much better.
But maybe we should have been there, y'know?
Yeah? I took it to mean the exact opposite. I mean, we're here, teaching the next generation of mutants to be peacekeepers and to use their powers wisely.
That's important *too,* right?
And all the whack jobs and evil dudes are still getting taken care of. Seems to me like Scott's been *right* this whole time.

Yeah... maybe.
SHHHKK

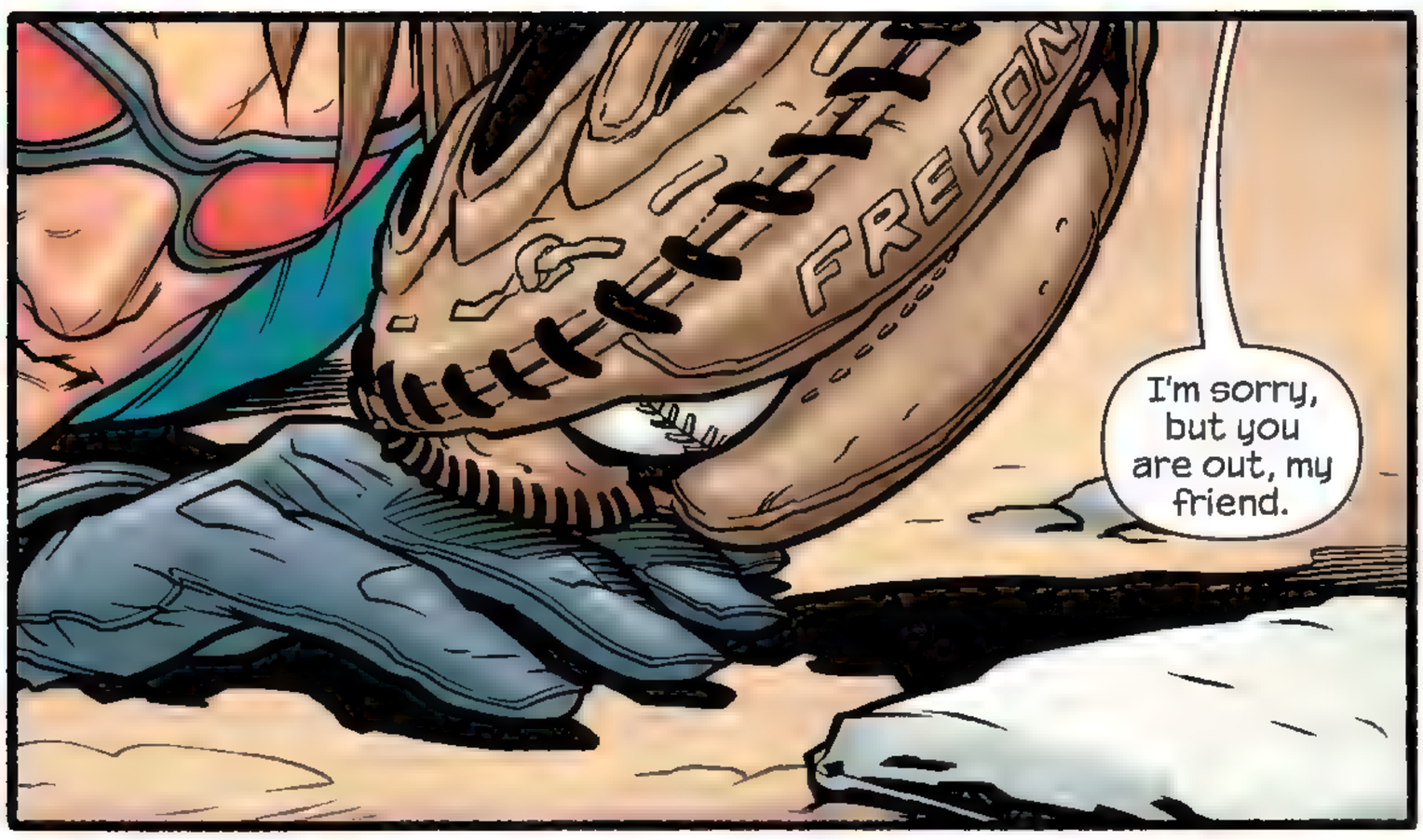
He's *safe!* And you all *know* it!
Cute.

Jean, have you seen my boyfriend?
Yeah, he's cute. Nice job, Emma.
That's not what I meant. I'm *looking* for him, you twit.
You're so *pleasant*. Last I saw him, he was with our supervisor, Gerald--the man who makes sure we don't spend all of the Shi'Ar's money constructing a baseball diamond.
They seem to have hit it off, those two. They've been inseparable since we got here.
Maybe I should be worried.
Don't worry, he doesn't have your assets.
CRACK

You got it--go, go, go!
Run!


Coming at you!

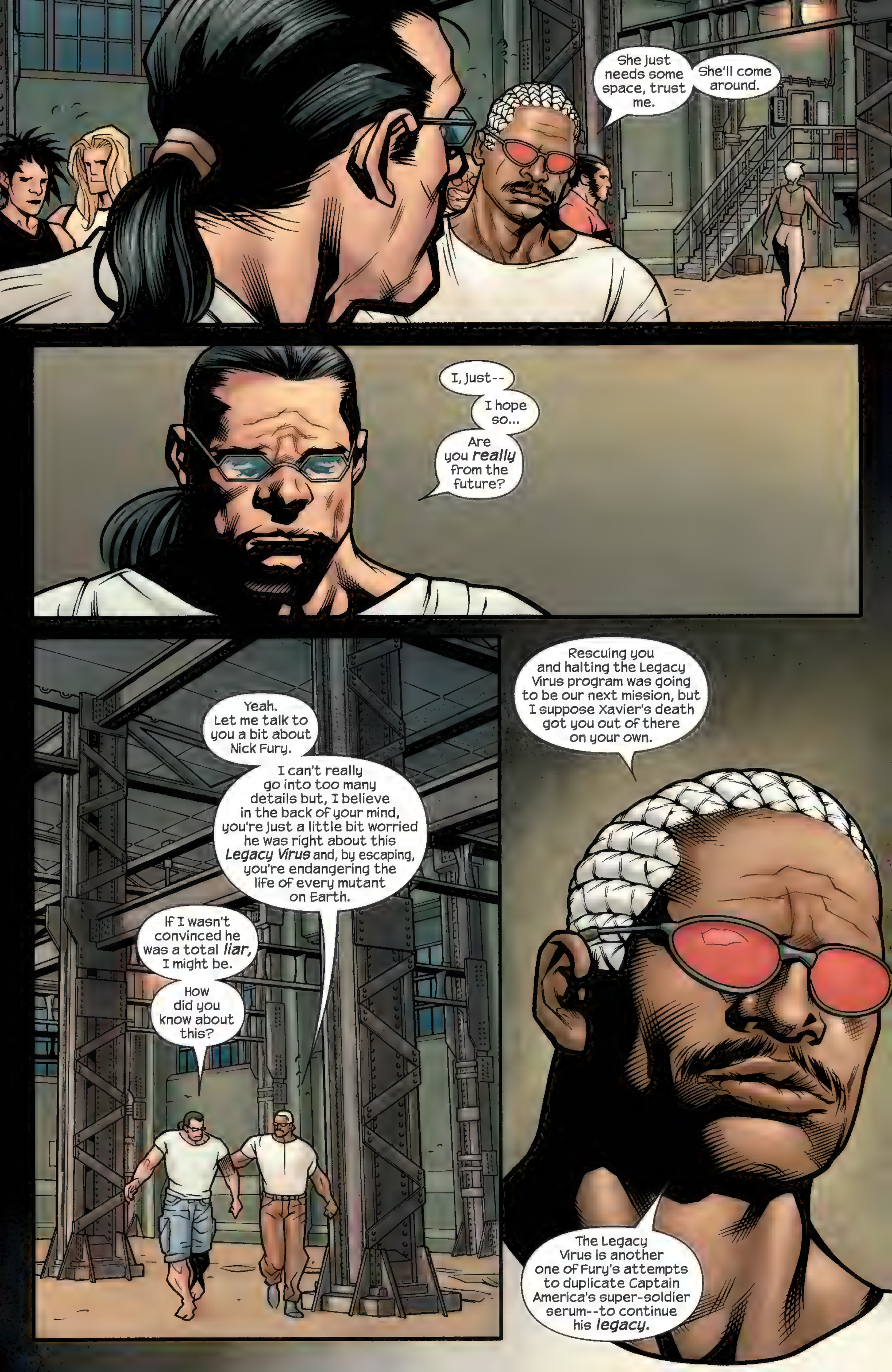
SHHHKK


FREFON
I'm sorry, but you are out, my friend.

Ugh.
He's right.

Man, I can't believe Peter is playing for the other team--
Er...

Sydney, Australia.
The Current Home Of Bishop's X-Men.
3265
...then I left the equipment at the mansion so S.H.I.E.L.D. couldn't track me anymore, and I eventually saw the rally at Central Park on the news.
By the time I showed up, the fight had already started. I did what I could to help out--and then you guys showed up.
Am I really going to have to convince you guys that I'm me?
If it helps...he's not lying. Everything he just said, he at least believes it to be true.
That, coupled with Wolverine's smell test, has me convinced.
Thanks, Psylocke. I couldn't really mention it before now, since I do have to tread lightly in this timeline... but Beast is very much alive and well in this time period.
I think this is him.
Storm?
Just...
I think I need some time...


She just needs some space, trust me.
She'll come around.
I, just--
I hope so...
Are you *really* from the future?
Yeah. Let me talk to you a bit about Nick Fury.
I can't really go into too many details but, I believe in the back of your mind, you're just a little bit worried he was right about this *Legacy Virus* and, by escaping, you're endangering the life of every mutant on Earth.
If I wasn't convinced he was a total *liar,* I might be.
How did you know about this?
Rescuing you and halting the Legacy Virus program was going to be our next mission, but I suppose Xavier's death got you out of there on your own.
The Legacy Virus is another one of Fury's attempts to duplicate Captain America's super-soldier serum--to continue his *legacy.*

It used mutant genes, *your* genes, to radically alter human physiology, to enhance it, much the same way Steve Rogers was enhanced to become Captain America.

The only problem is that, while it works on humans...if it comes in contact with mutants, it kills them almost *instantly.*

In the wrong hands, it could end mutantkind forever.

Oh, God--what have I done?! They had me working on this thing...working on a *cure.*

They did--and you did *nothing* wrong to help them. Fury wanted a cure on hand before he even revealed its existence to his superiors. He claimed Admiral Stryker created it to keep anyone from discovering its *benefits.*

Fury was--*is* a good man.

So, are you saying I *shouldn't* have escaped?

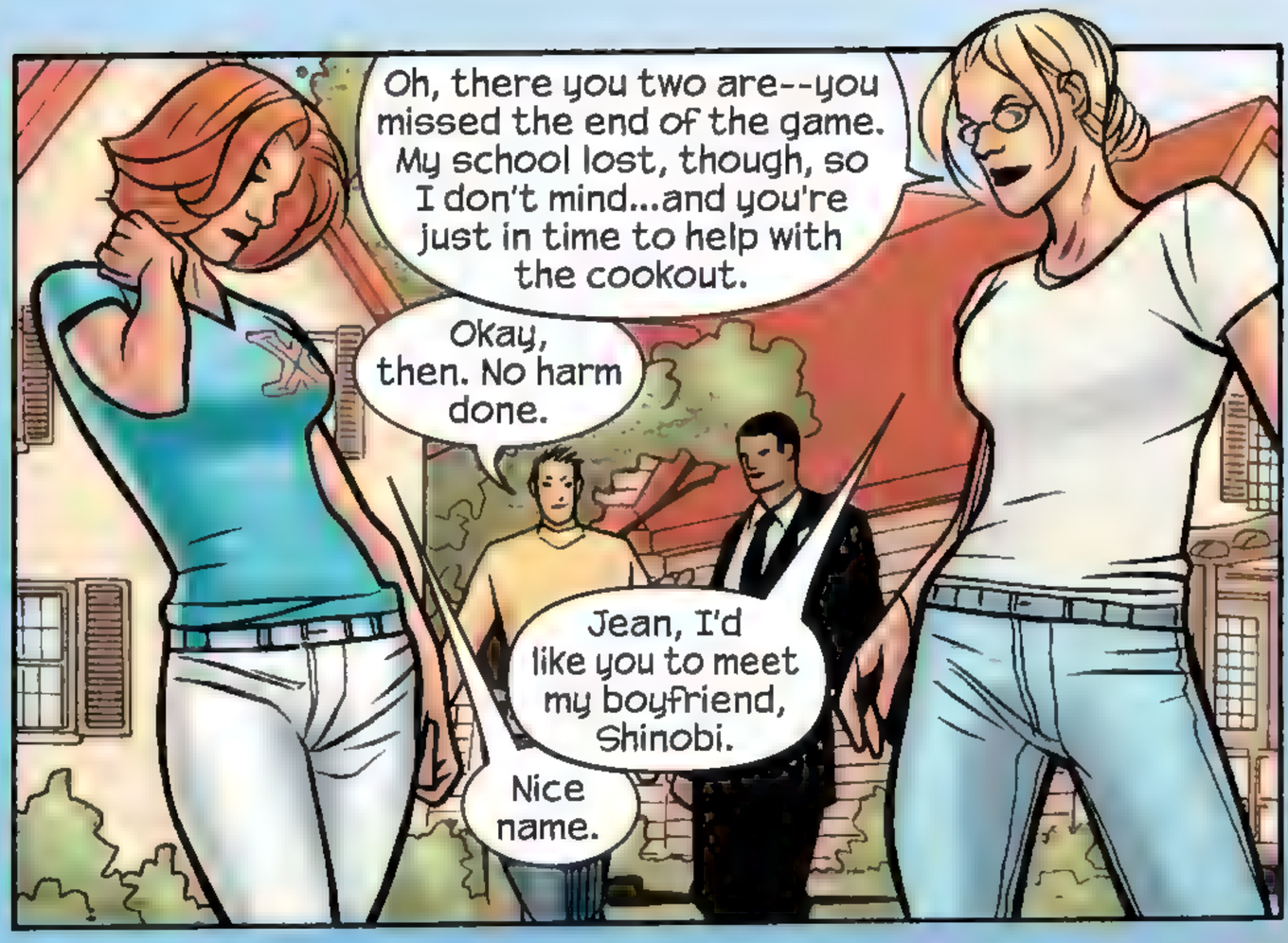
No, you did the right thing. There is a conflict on the horizon, something big, something involving the entire mutant population.

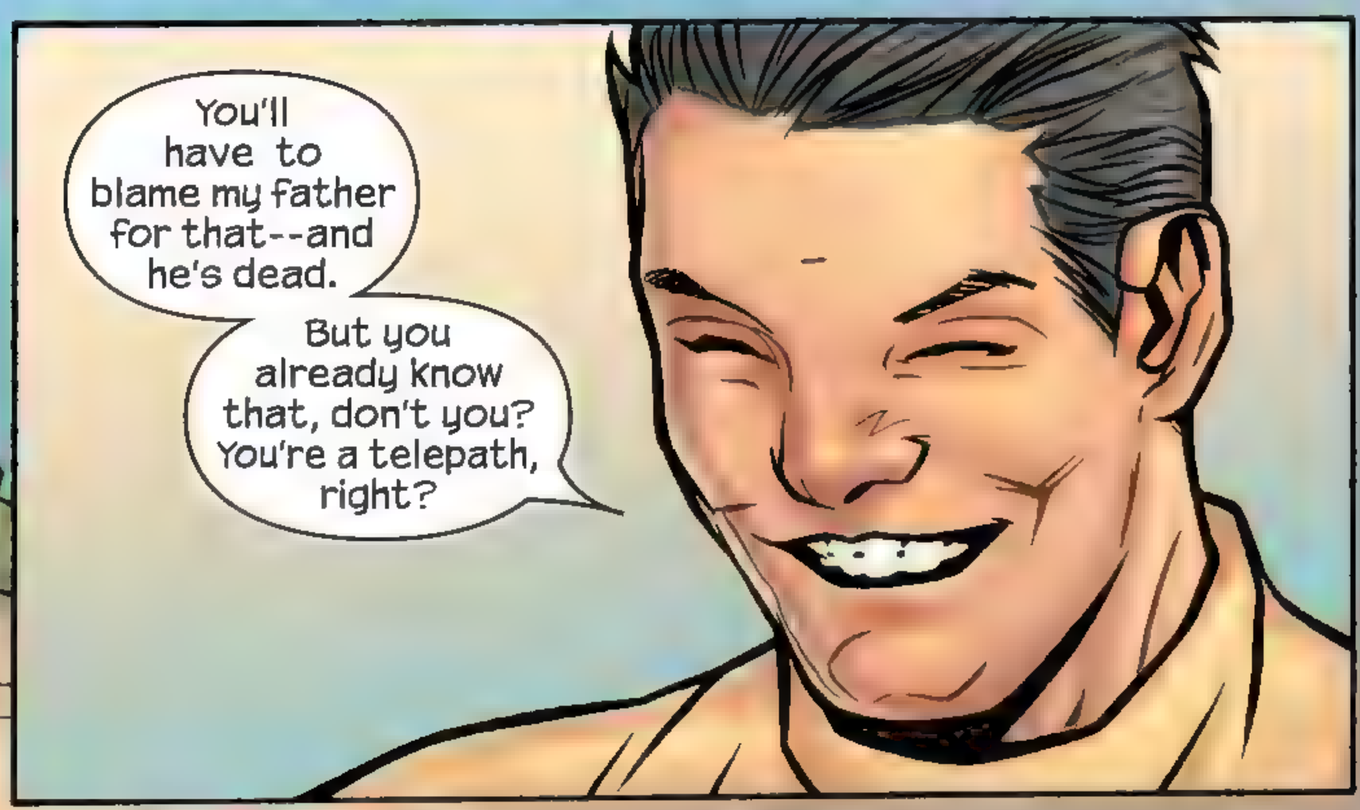
In my timeline, it got out of hand--we were losing, Fury was forced to use the virus in the most unspeakable way...and in the end, it didn't prevent anything.

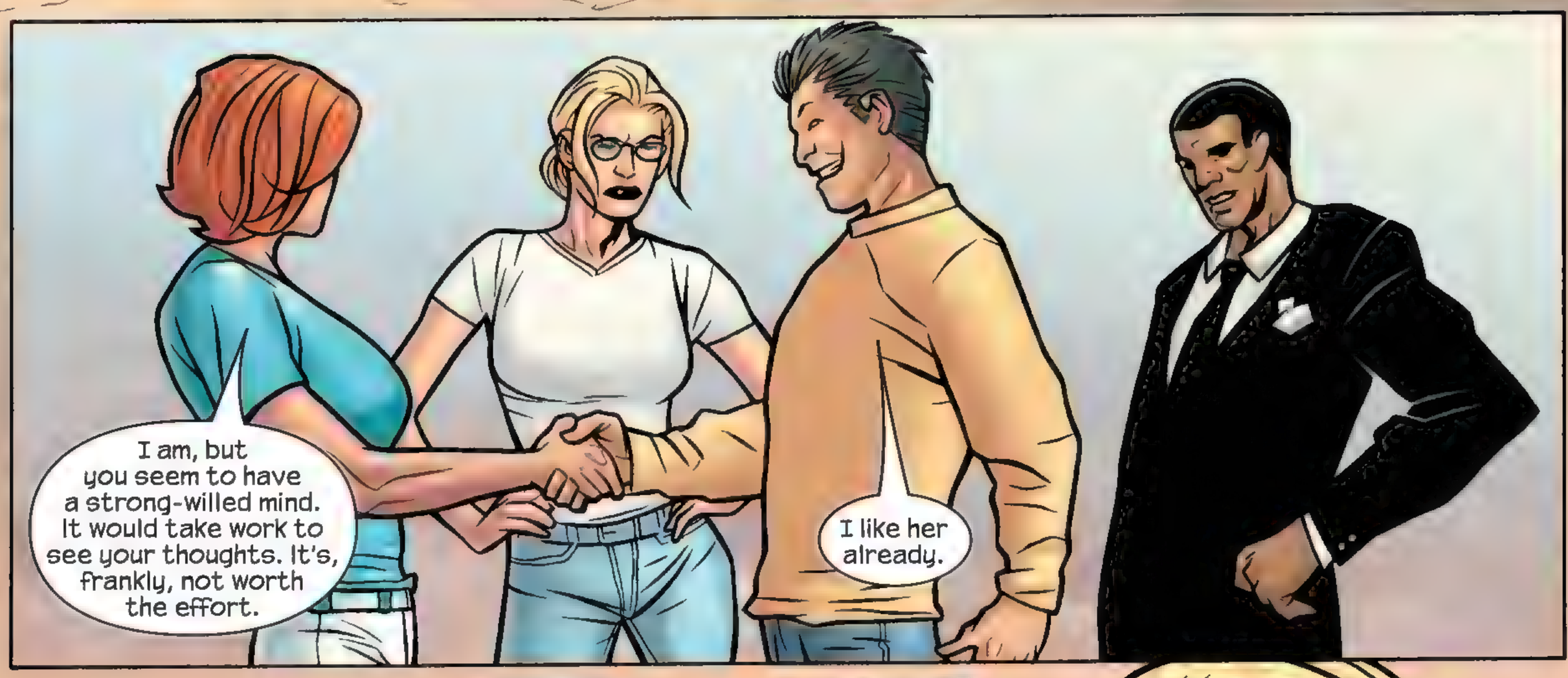
By escaping, you saved nearly every mutant life on the planet...and you prevented a good man from being executed for *genocide.*

So rest easy--you did the right thing. Nobody is in danger.

Back at Xavier's School.
Okay, fine...you win. Nice job, jerk.
There's always next time, kid brother.
Next time, then.


Oh, there you two are--you missed the end of the game. My school lost, though, so I don't mind...and you're just in time to help with the cookout.
Okay, then. No harm done.
Jean, I'd like you to meet my boyfriend, Shinobi.
Nice name.


You'll have to blame my father for that--and he's dead.
But you already know that, don't you? You're a telepath, right?


I am, but you seem to have a strong-willed mind. It would take work to see your thoughts. It's, frankly, not worth the effort.
I like her already.

Okay, hands off the jailbait.
Actually, I'm--
Zip it.

Sydney, Australia.
You can come in.
I know.
So... what's the deal, mate?
Psylocke, what do you want me to say? I've said too much already.
I am from the future. In this time, I am a young man, you are a young woman. Is it that hard to imagine we might find each other at some point over the next twenty years?
Looking at you, yes. It seems bloody impossible.
No offense.
None taken. I wouldn't expect any less...you are very much the woman I loved and married.
It was very important to me that you not learn of this...I understand how creepy it can be. As far as I'm concerned, it never happened. I never said anything. The more we ignore this, the better.
So you're not going to be trying anything?
At my age, no. But if I give you a warm smile or a meaningful glance from time to time--just know that it's nothing more than me reliving a memory.
I loved you very much.

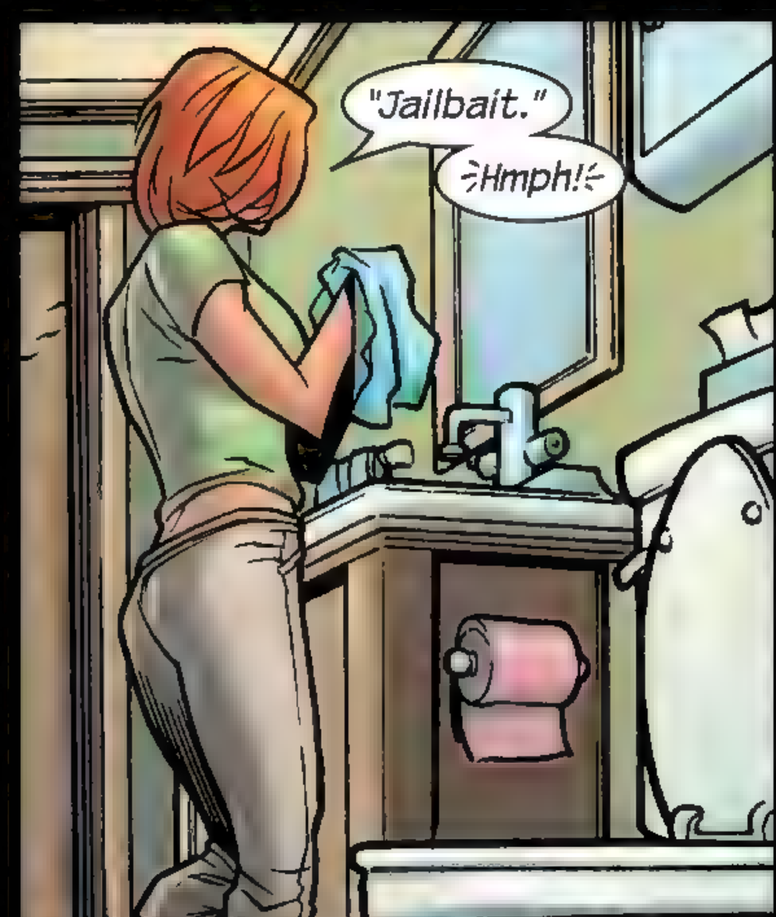
Back at Xavier's.

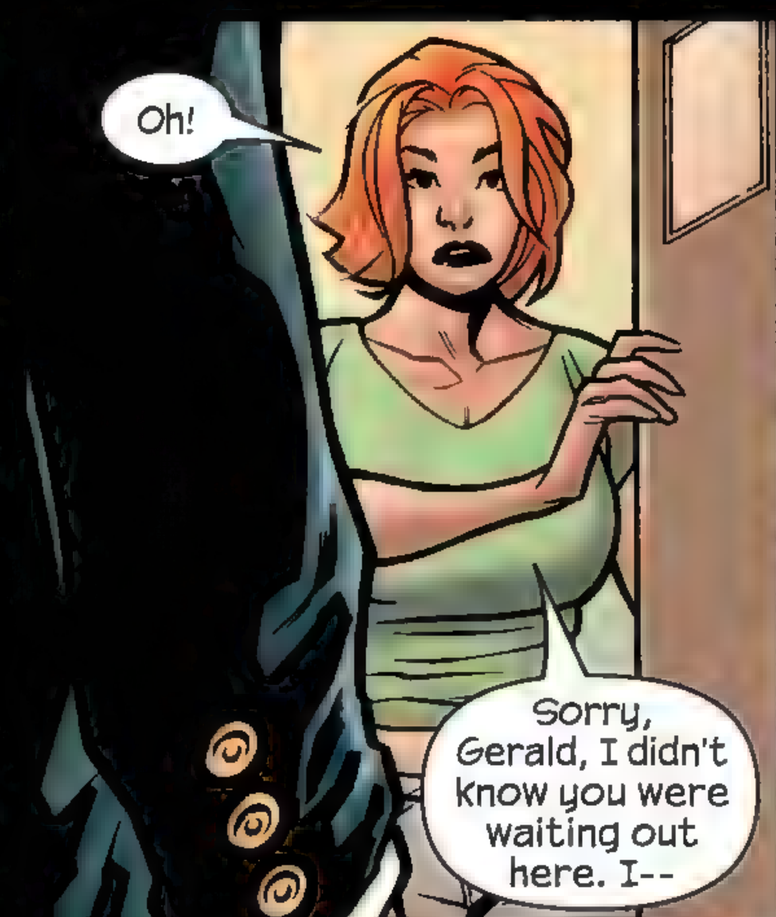
Kinda tied to this thing, huh? That's got to suck. How many burgers you think you've cooked tonight, Scott?

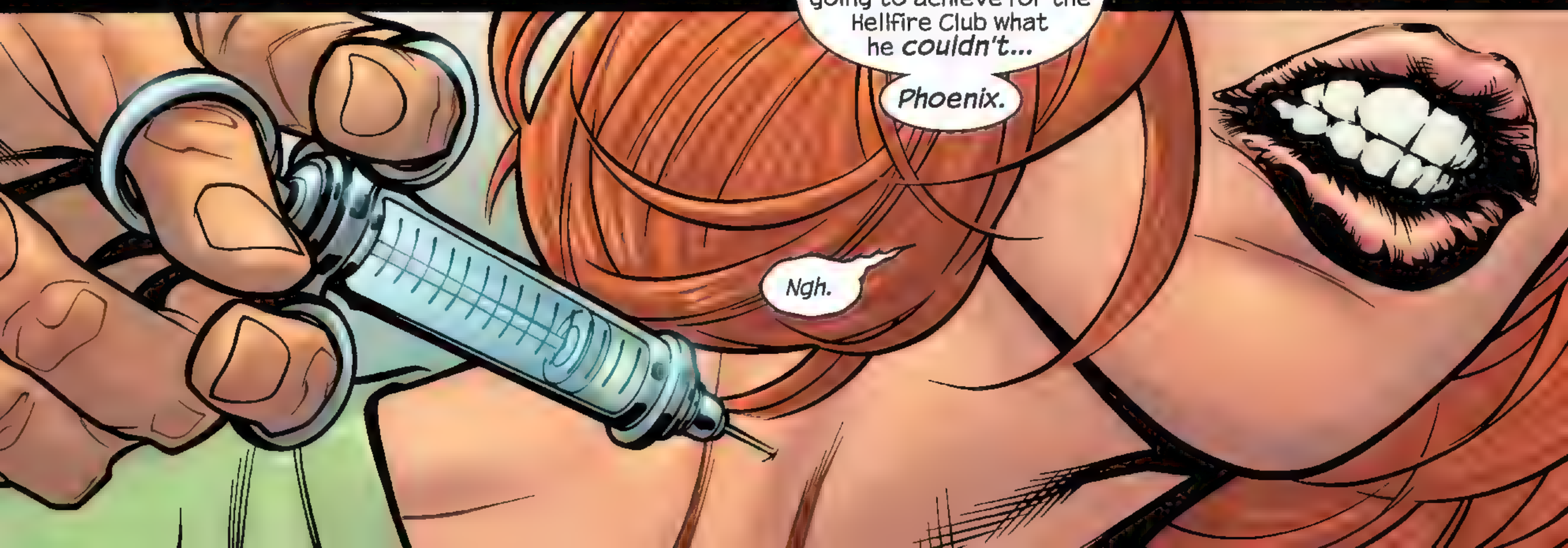
I lost track at fifty.

Wow. Should have gotten Sunspot to help. Hey--have you seen Jean?

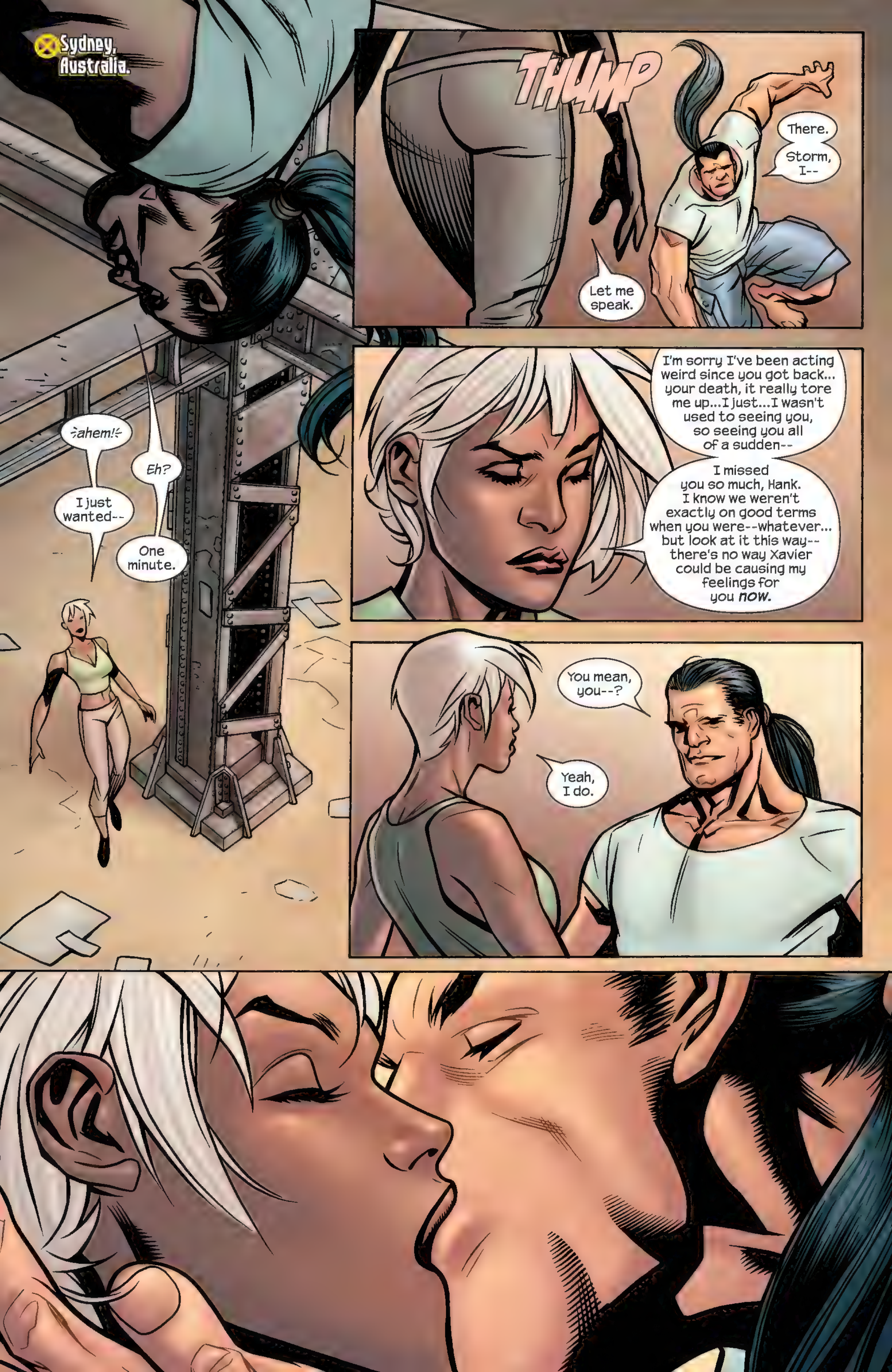
She went inside. Bathroom, I think.







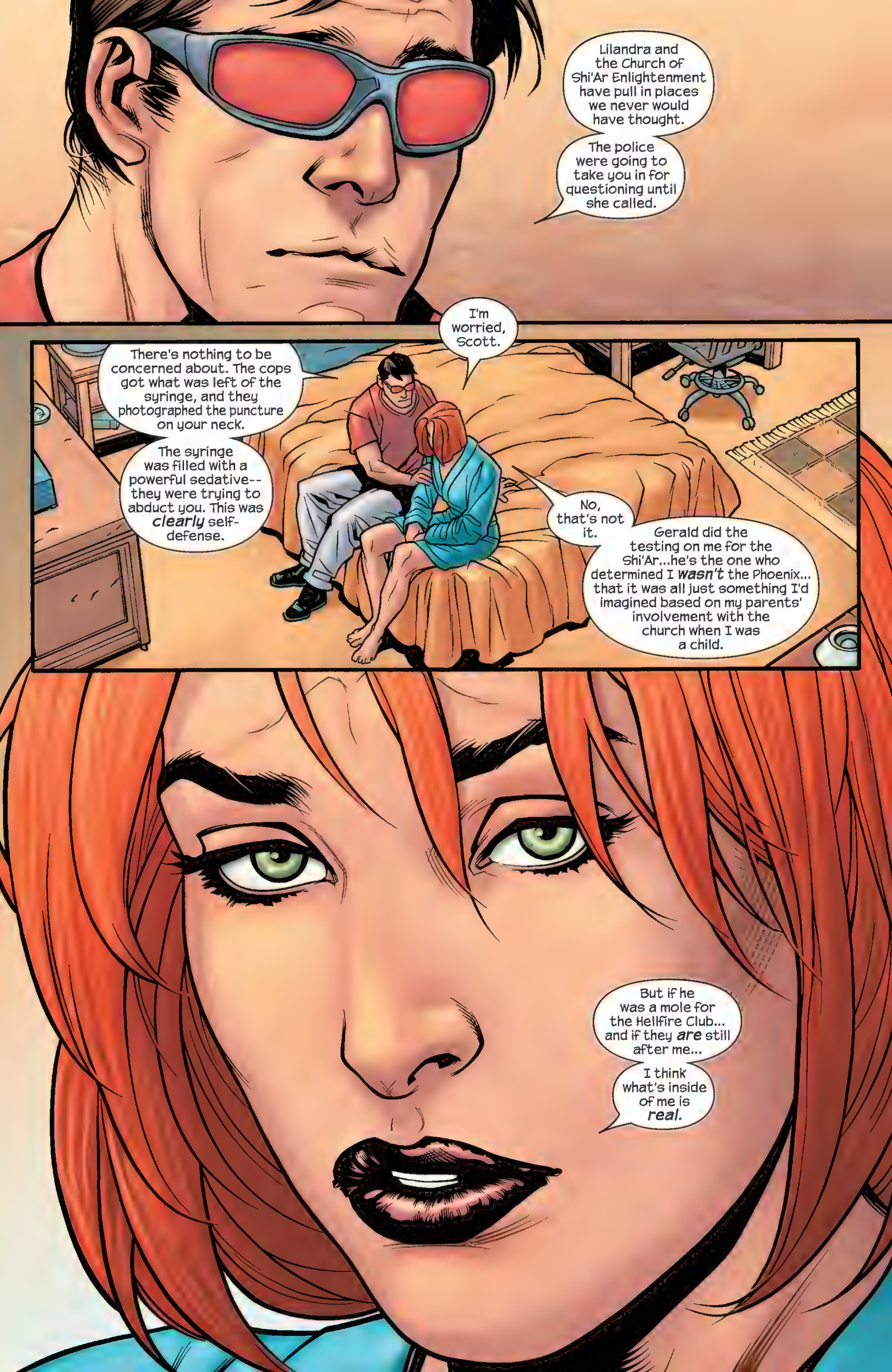
Nngh.
ARGH!!
EEAAGH!!
Fools.
You are both fools. I've got a message for the Hellfire Club I'd like you to relay.
WOOSH!


Sydney, Australia.
THUMP
There. Storm, I--
Let me speak.
I'm sorry I've been acting weird since you got back... your death, it really tore me up...I just...I wasn't used to seeing you, so seeing you all of a sudden--
I missed you so much, Hank. I know we weren't exactly on good terms when you were--whatever... but look at it this way--there's no way Xavier could be causing my feelings for you now.
You mean, you--?
Yeah, I do.
ahem!
Eh?
I just wanted--
One minute.

Everyone's leaving. Emma is taking things well, considering. She had no idea Shinobi was related to Sebastian Shaw or the Hellfire Club.

Are you okay?

I don't know.


Lilandra and the Church of Shi'Ar Enlightenment have pull in places we never would have thought.
The police were going to take you in for questioning until she called.
I'm worried, Scott.
There's nothing to be concerned about. The cops got what was left of the syringe, and they photographed the puncture on your neck.
The syringe was filled with a powerful sedative--they were trying to abduct you. This was *clearly* self-defense.
No, that's not it.
Gerald did the testing on me for the Shi'Ar...he's the one who determined I *wasn't* the Phoenix... that it was all just something I'd imagined based on my parents' involvement with the church when I was a child.
But if he was a mole for the Hellfire Club... and if they *are* still after me...
I think what's inside of me is *real.*

New York City.
Good evening, Ms. Frost.
Thank you.
They're expecting you.
I bet.
It didn't work...just like I predicted, but you old farts just *had* to act now.
We're no closer to freeing the Phoenix from her pathetic host, and with Gerald and Shaw in police custody, we've lost our mole inside Xavier's.
I'm in need of a new boyfriend, as well.
Not the best day in the history of *The Hellfire Club.*

The Future.
Okay...so what now, Wolverine? What are you going to do with me? Why am I here?
Weird, it's--it's been so long since someone called me that.
First, we need to gather anything we can use here--and get the hell out. There will be a whole armada of these guys at our doorstep soon.
Priority number one will be securing another location with the necessary equipment for me to train you.
Training? For what?
Something is coming, a conflict on the horizon in your timeline. You are the only thing capable of stopping it, but in *this* timeline you weren't prepared... you lost, resulting in this living hell you see around you.
I'll be training you to *fight*.
What is the conflict?
Who-- *what* are you training me to fight?

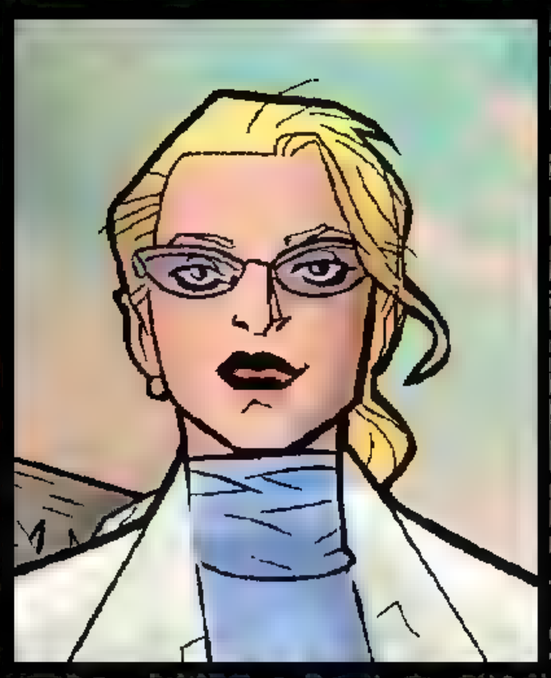
"Don't worry, Xavier--you'll find out soon enough."

PREVIOUSLY:

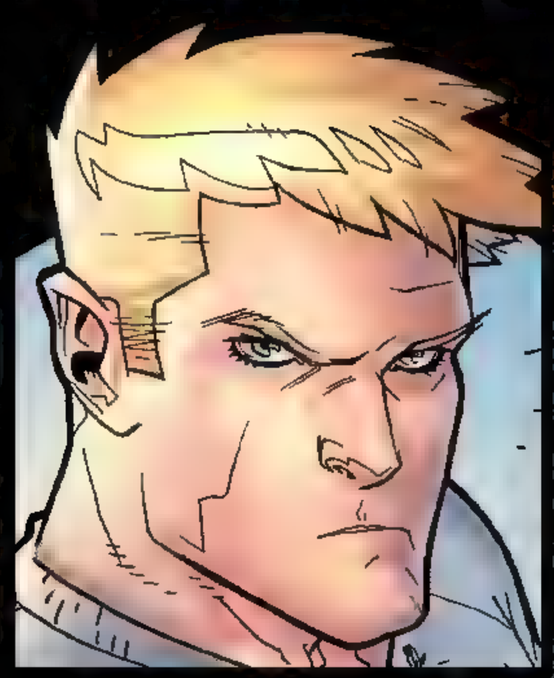
Charles Xavier's former lover, Emma Frost, has opened a school for gifted students in Chicago. Frost's Academy of Tomorrow is designed to teach students to live with their powers, as opposed to (what she sees as) Xavier's increasingly militaristic Institute for Gifted Children.

Though the Academy students have many ties to the X-Men, including brothers and boyfriends (current and past), the two teams have often met as rivals.

Among Frost's students are not only mutants, but also gifted humans...



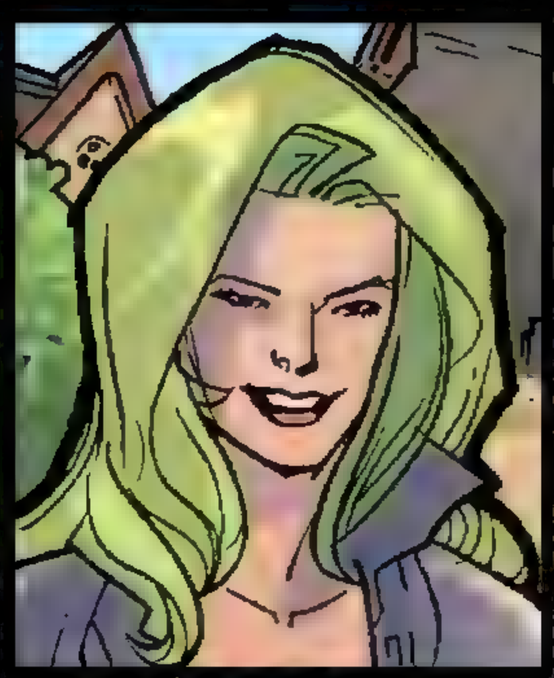
Emma Frost
HEADMISTRESS



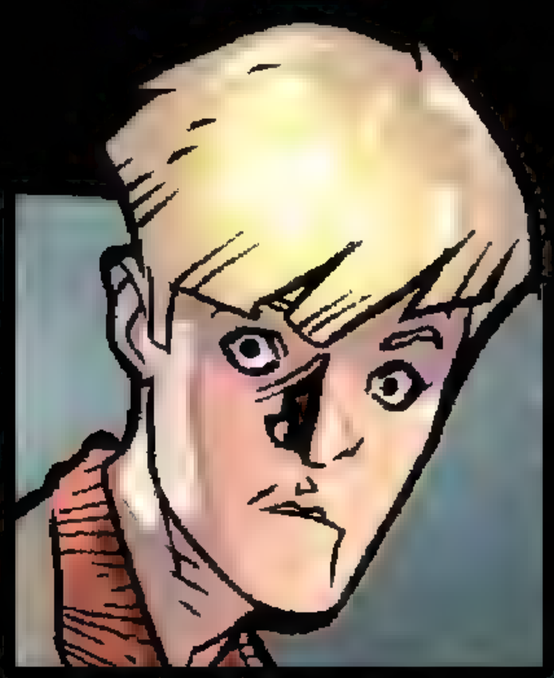
Alex Summers
HAVOK

Sam Guthrie
CANNONBALL

Roberto Decosta
SUNSPOT



Lorna Dane
POLARIS



Doug Ramsey
...NOTHING

EXTRACURRICULAR

Somewhere in Chicago:
I'm Doug Ramsey.
People call me a prodigy. A wonder. A genius.
I'm a student at Chicago's prestigious Academy of Tomorrow--not because I'm a mutant (which I'm not) but because I'm better than just about anyone when it comes to languages.
Doesn't matter if it's spoken, written, transmitted or encrypted--if I can get to it, I can process it and spit it back out any way I want.
But right now...
...all I want is to find the words that will keep this guy from sending a bullet through my head.

Five days ago:

Alex--

I know, Sam. But more than anything, we need to be sure no one's going to--

Hey, guys.

Doug. Hey.

So... what's up?

Nothing.

Three days ago:

Come on, Robert. That *Goth band* you're into's opening--

Wish I *could*, Doug, but I got homework 'n' stuff.

Two days ago:

Nah, dude, everything's cool.

Totally cool.

What about you? You good?

Last night:

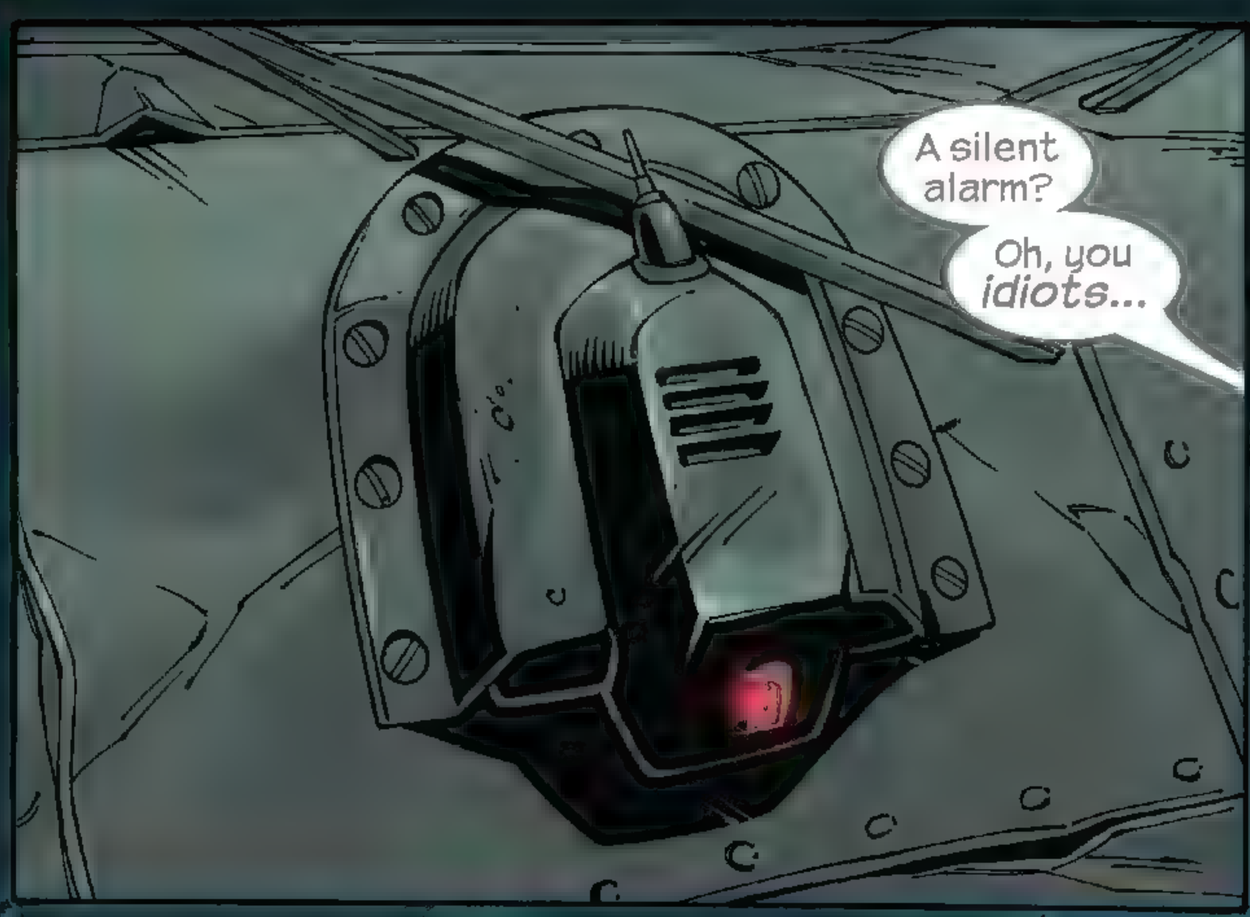
RAMSEY_NET_BOT.EXE
Ghost network ID. "SUMMERS.ALEX"?
Enter

My Documents
Scott
Boring Stuff
Whatever
Chemistry
TARGETS.ZIP
History
Lorna
Ms. Frost
YouTuneYo

Earlier today:
Miss Frost...
Do you think maybe mutants feel more comfortable with *other* mutants than with regular humans?
I'd hardly call you "*regular*," Douglas. You're quite exceptional.
It's just, I'm starting to think I'm an ***outsider***, you know? Like maybe I don't belong. My friends, they--
I don't know. They're ***keeping*** stuff from me. And I guess I can kinda understand--they want to ***protect*** me--but being left out...
...it ***blows***.
Protect you from ***what***, Douglas?
Huh?
You said your friends want to protect you?
I...did? Sorry. Guess I'm just babbling.
Anyway...thanks for letting me ***unload*** like this, Miss Frost. I'm sure this all seems so trivial to you, and I know how ***busy*** you are--
Nonsense.
I ***always*** have time for my favorite students.
Just promise me one thing...

"...friends are important. Do not let them slip away."
You guys ready?
Better believe it.
Yeah. Let's do it.
Okay, then...

What is *that?*


A silent alarm?
Oh, you *idiots...*

Okay. Okay.
There's gotta be a control panel. Maybe I could trick it into reporting a *false alarm...*

Geez...what have you dingbats gotten yourselves--?

A drug lab?
Holy crap.

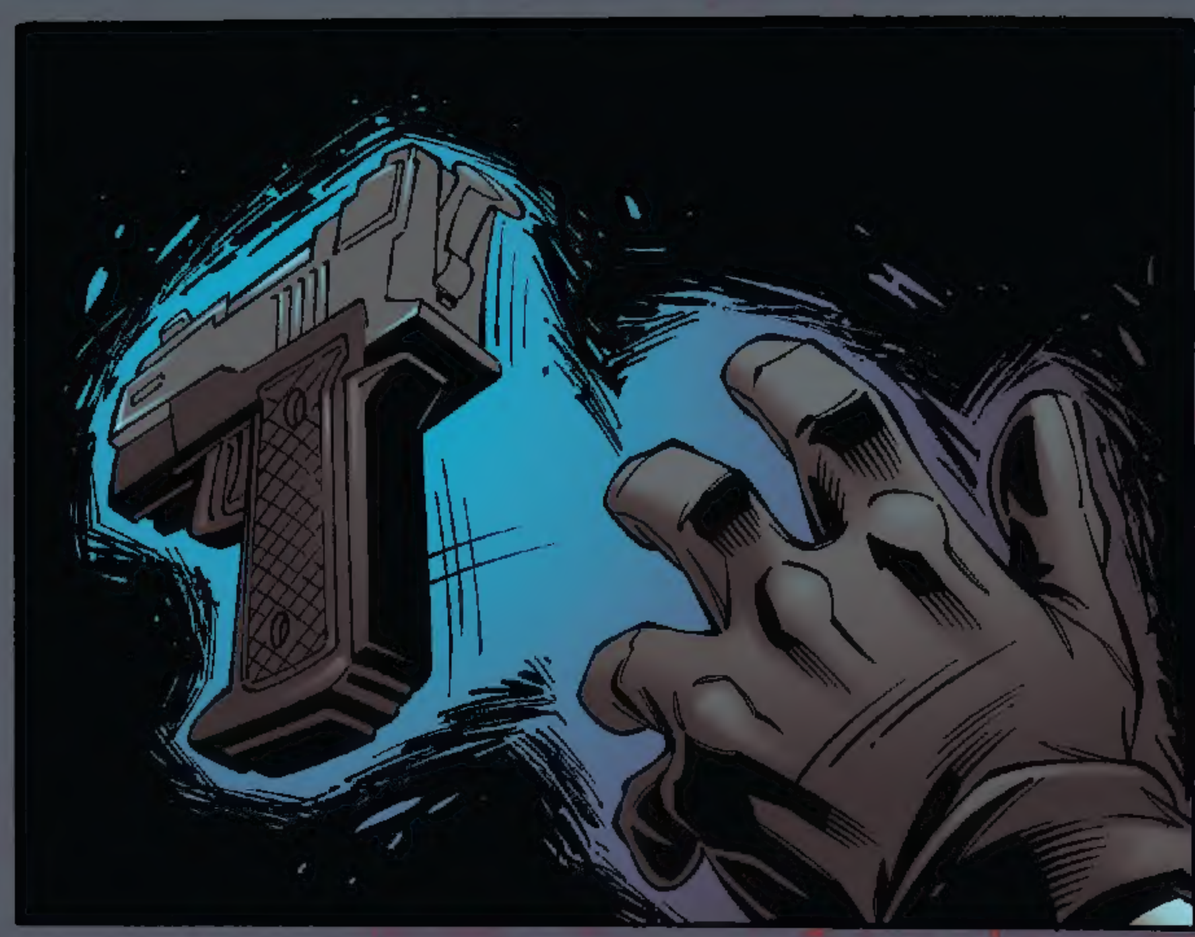
NNGH!
UHH!
What'chu think you're doin'? Huh?!
What's this? Mutants? Didn't count on *reinforcements*, didja?
You wanna *die*, little mutant? That it?
'Cause you *gonna* die!
NO!
Doug...?

Give it up now or your buddy's a smear on the floor!

Doug, what are you doing here?!
Why couldn't you guys just tell me you were doing this?
Why should we have? It's not like you could've joined in!
That's not the point! You guys are my friends and--
Man, don't you get it?

You're only human. You're not like us! You can't--

HEY! Will all'a you SHUT it?!
Y'all seem to forget that I'm the one with the--

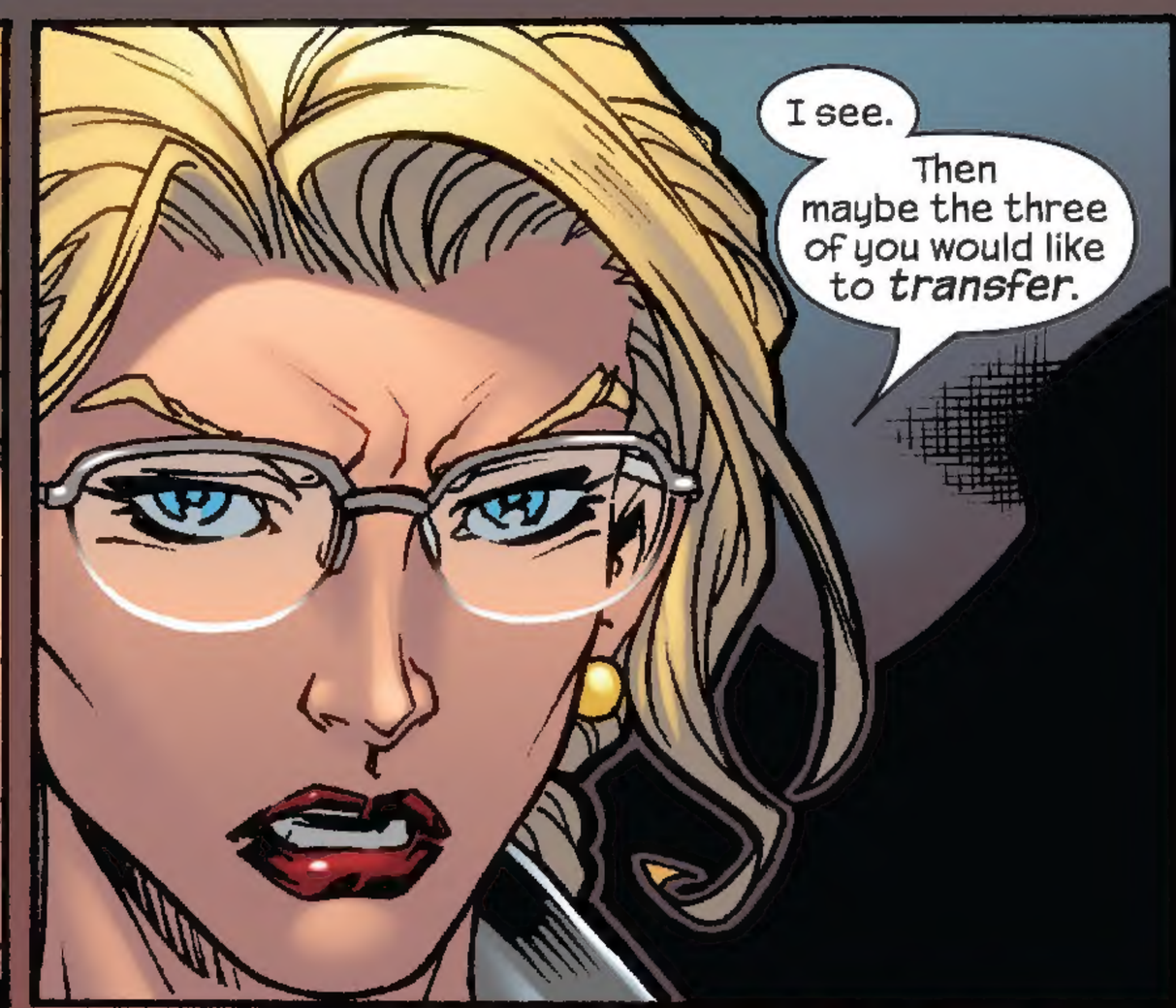


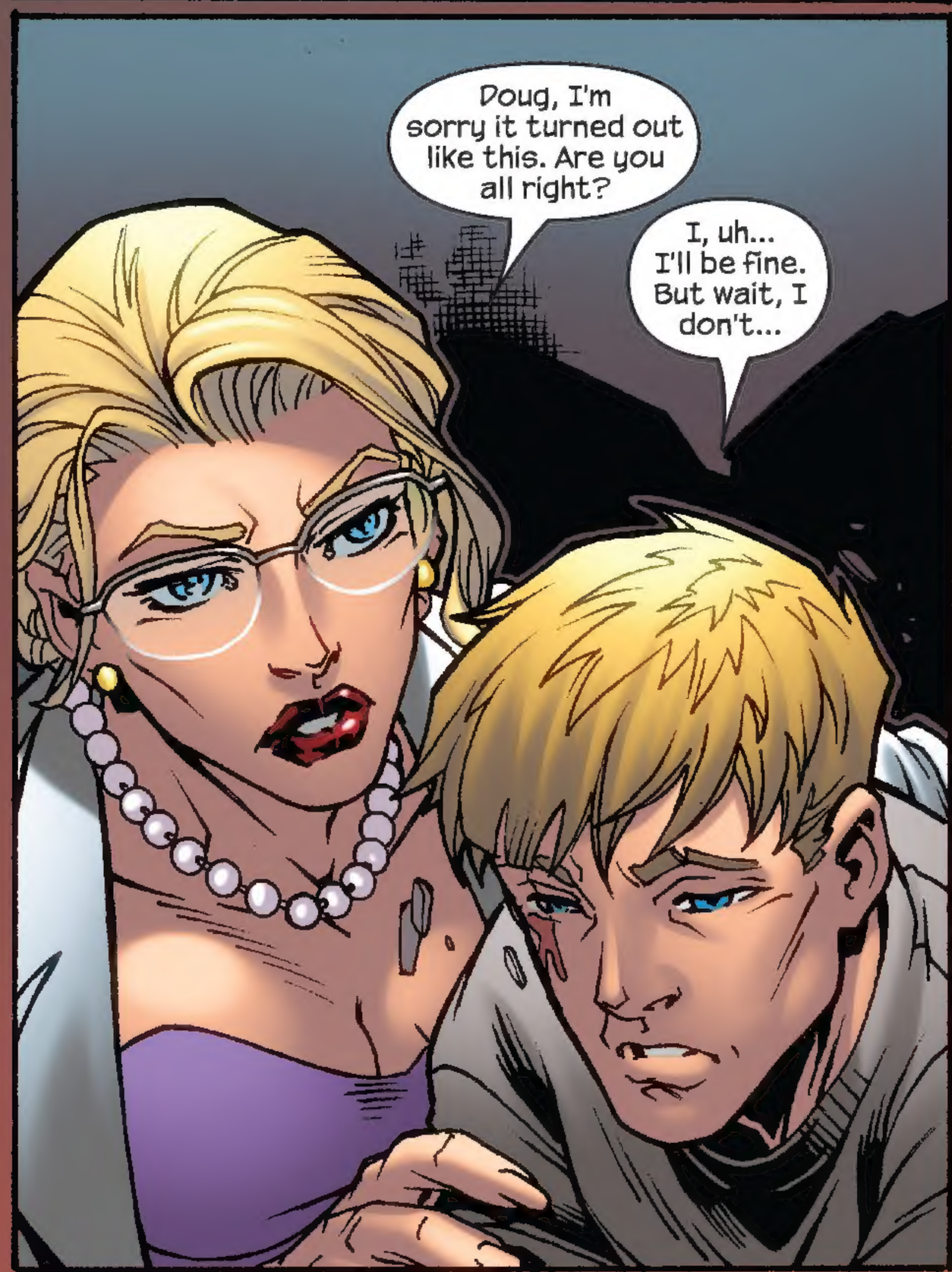
There's been quite *enough* violence here today, thank you.

However, Lorna--if these men do anything other than *leave*, you have my permission to fire in self-defense.
Now...who wants to *explain* this disaster?

Miss Frost... we just wanted... we, uh...
It's okay, Sam. You don't have to say anything.
It was *my* idea.

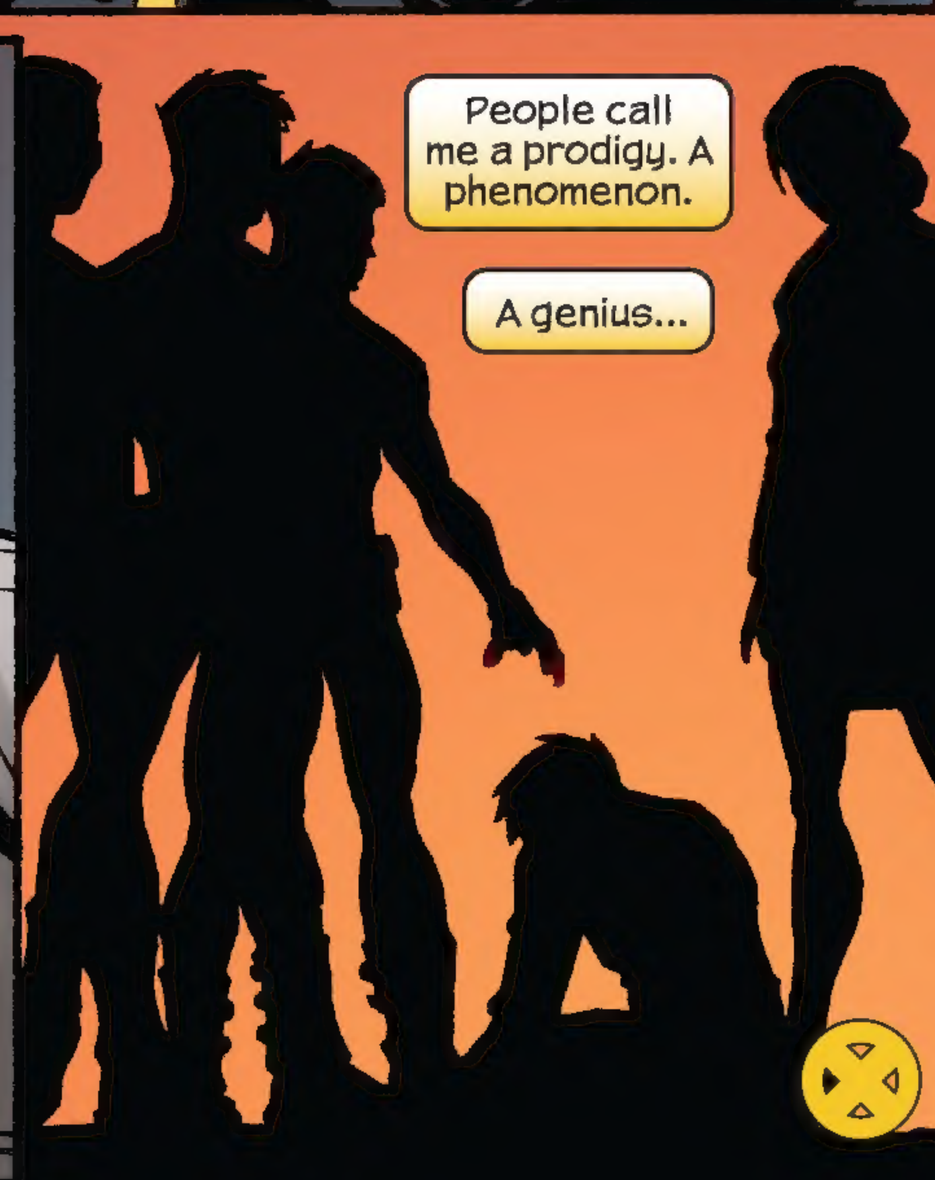
You won't let us *assist* in local emergencies anymore. Every time someone attacks the Academy, we have our butts *handed* to us.
We need to be able to *protect* ourselves. We need to learn to *fight*. And what better *school* is there than the *real* world?


I see.
Then maybe the three of you would like to *transfer*.


Doug, I'm sorry it turned out like this. Are you all right?
I, uh... I'll be fine. But wait, I don't...

Unreal.
I don't believe it. You *narked* us *out*?

What? No, I--
I...
I'm Doug Ramsey.


People call me a prodigy. A phenomenon.
A genius...